

A solid formula



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Another year of strong results.

Our solid formula continued
to deliver strong outcomes
in one of the toughest years
in many decades.

Managing Director's Review

_ Angus Gluskie





Whitefield's investment portfolio generated an outright return of 29.6% over the year.

In the company's 98th year of operation, Whitefield has maintained its own dividend to shareholders. Over the same period approximately 2/3rds of ASX200 listed companies cut their distributions.

Operating Results

The 2021 financial year to March was heavily influenced by the COVID pandemic. With listed company dividends and distributions cut or deferred by a large number of entities, Whitefield's net profit after tax fell by 44% to 9,817,521 which equated to earnings per ordinary share of 8.96 cents.

Pleasingly, Australia has been far less affected than many other countries, with significant benefits for the health and safety of the population and for our economy. As the year progressed, we were encouraged to see business and consumer activity rapidly recovering and business profits growing.

Within Whitefield's investment portfolio stocks maintaining or growing their dividends across the year included JB Hi-Fi, Dominos Pizza, Wesfarmers, Woolworths, Coles, REA, Sonic Healthcare, Magellan Financial and Medibank.

Conversely 64% of companies in which we invest were compelled to cut dividends, the most notable of which were Lend Lease, Scentre Group, Tabcorp, IAG, Cochlear, Treasury Wines, CBA and Ramsay Healthcare.

\$9.8M

Net profit after tax for the year

Investment Outcomes

Whitefield's investment portfolio generated an outright return of 29.6% over the year.

Some care must be taken in comparing this return against benchmark given the significant volatility in the share market at the start of the COVID pandemic. Whitefield's portfolio return over the strict 12 months to March is lower than benchmark, however the portfolio outperformed its benchmark over 13 months once the benefits of our investment positioning in March 2020 are included.

The overall outcome for the portfolio is more clearly reflected in the 2 year return with Whitefield's portfolio returning 8.7%pa, as compared to the ASX200 Industrials Index at 8.4%pa.

Whitefield's portfolio return of 8.7%pa (2 year) and 8.4%pa (3 year) are not only ahead of its benchmark index over both periods but are strong in comparison to the current official cash rate of 0.1%.

Investment Exposures

Whitefield's strategy seeks to emphasise investments offering combinations of strong, relatively better or improving quality and earnings while seeking to avoid or limit the portfolio's exposure to stocks which are relatively more exposed to damage from challenging or declining industry or stock specific conditions.

At year end the company's portfolio was spread across 142 stocks, containing a diversified suite of approximately 26 overweight and 45 underweight

exposures relative to the company's benchmark index. More material overweights and underweights being carried into the new financial year include:

- Overweight Exposures to consumer discretionary, consumer staple, industrials and healthcare sectors
- Underweight Exposures to chemicals, technology, property development, infrastructure and general financial sectors.

8.7%pa

2 year portfolio return



2021 represents the 31st consecutive year in which Whitefield has maintained or increased its ordinary share dividend.

Net Asset Backing

The net asset backing (before providing for deferred capital gains tax) for each of the company's ordinary shares amounted to \$5.25 at 31 March 2021 compared to \$4.25 at the same time one year ago.

Dividend

Whitefield declared and paid an interim dividend of 10.25 cents per Ordinary Share (prior year 10.25 cents) and has declared a final dividend of 10.25 cents per Ordinary share (prior year 10.25). Dividends on WHFPB (convertible resettable preference shares) were also declared in accordance with their terms (201.25 cents per share paid/payable in December 2020 and June 2021). All dividends were fully franked at 30% and were 10% attributable to LIC Discount Capital Gains, entitling eligible holders to a further tax deduction for the associated discount.

Outlook

The emergence of successful COVID vaccines in late 2020 marked a critical point in the battle to control the COVID pandemic. While this development has improved the global ability to reduce and possibly eliminate the viral spread, the course of the pandemic will remain unpredictable for some time.

The potential for the virus to mutate into more or less aggressive forms at any time creates a high degree of background uncertainty. Permanently solving the pandemic is most likely to require high levels of successful vaccination over a succession of years and the ongoing redevelopment and rollout of updated vaccines. A return to normal activity in a vaccinated environment may also require countries to accept a steady but low level

of viral transmission for an extended period – a prospect that appears to be distant from the currently accepted stance in Australasia.

The prospect of periodic lockdowns and a slow, staggered return to international travel appear to be the central expectations held by investment markets at this time.

The Australian economy has adapted rapidly to the COVID environment. Domestic travel consumption has filled the void left by international tourists. Audio-visual communications have become a convenient method for business interaction. Consumer spending has surged as unspent travel dollars are reallocated to other consumer purchases. Inbound and outbound international trade has broadly continued, albeit with some delays.

While most countries have been able to similarly adapt their economies, the healthcare implications, lockdown disruption and lack of international tourism spend have had a far more significant impact in almost all other geographies. Nevertheless, most global economic data continues to reveal both a strengthening in economic activity and growing consumer confidence.

Economically, the most material developments in the last year have been the very large lift in government debt, the lowering of interest rates to negative or negligible levels and the significant expansion of the money supply. These actions have helped countries to survive in a difficult environment.

Less favourably, these actions create a material degree of risk for future years. The abnormally high debt levels of governments, corporations and individuals creates an abnormally high potential for sovereign, corporate or consumer bankruptcies.

Not only do high debt levels reduce the ability to absorb adverse events, but more particularly, economies will be susceptible to future interest rate rises. Should rates rise, debt servicing obligations become harder to satisfy and asset prices that have been driven upwards by falling interest rates should be expected to fall.

While there is much ongoing debate as to timing – we consider it inevitable that rates will rise into a recovery. Accordingly the challenge for governments and financial markets over future years is likely to be maintaining economic stability in the face of rising interest costs and softer asset prices. The likely solutions to managing this environment would be to encourage a small level of wage and cost inflation over an extended period.

Whitefield's investment process is structured and systematic. We seek to use a consistent process of assessment to distinguish between stocks and sectors that are most and least likely to succeed in the prevailing conditions – whatever those conditions may be – and to align our portfolio accordingly. While today's environment is both unusual and unpredictable we remain confident that our steady approach will assist us in delivering our shareholders with a cost efficient and risk efficient exposure to Australian shares.

We look forward to reporting on our outcomes as the 2021/22 financial year progresses.

Angus Gluskie
MANAGING DIRECTOR
AND CHAIRMAN

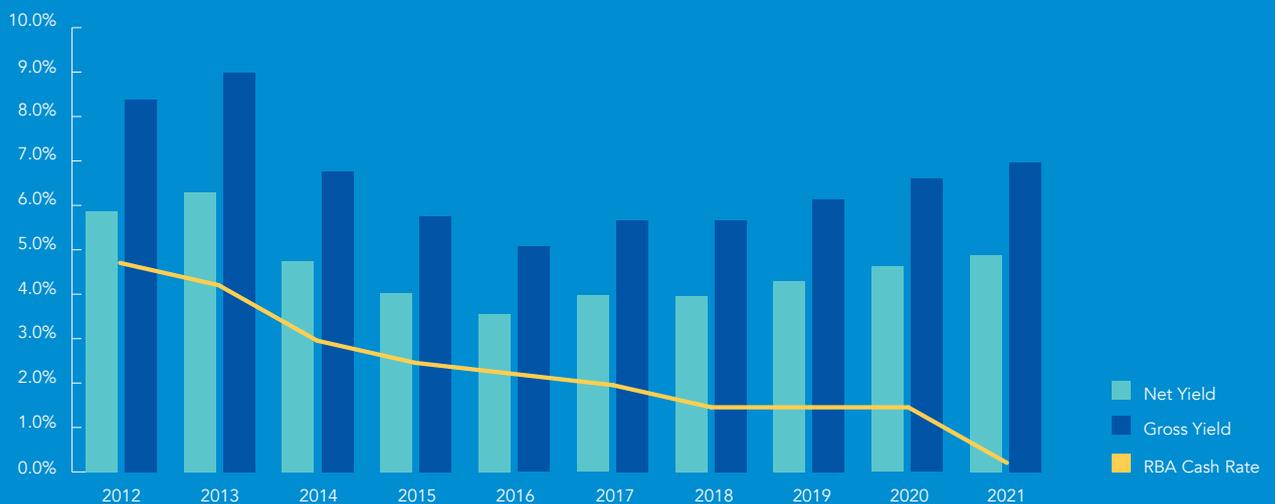
Financial statistics

EARNINGS AND DIVIDENDS PER ORDINARY SHARE

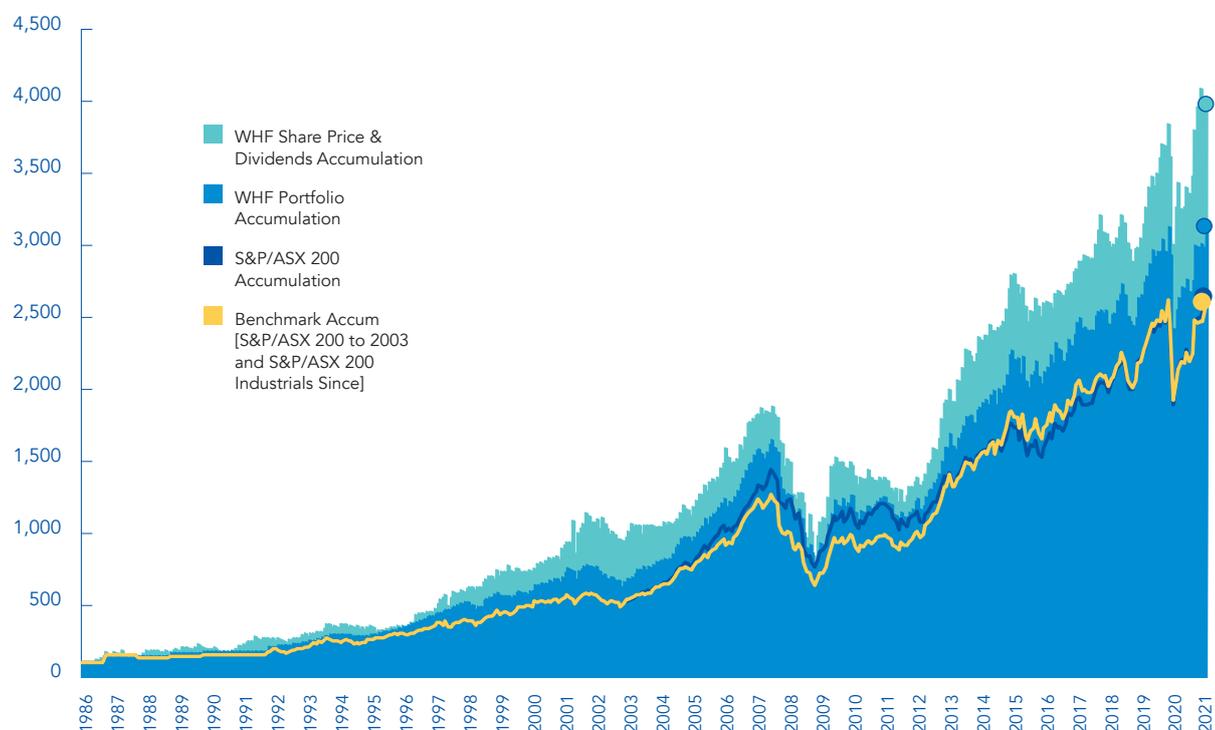


ORDINARY SHARE DIVIDEND YIELD

AS % OF START OF YEAR SHARE PRICE



WHITEFIELD PERFORMANCE 35 YEARS



WHITEFIELD PERFORMANCE DATA

RETURNS TO 31 MARCH 2021

1 YR

3 YR PA

5 YR PA

10 YR PA

20 YR PA

BEFORE TAX RETURNS

Whitefield Portfolio ¹	29.64%	8.69%	8.42%	8.15%	8.06%
S&P/ASX 200 Industrials Accumulation	33.66%	8.44%	8.41%	8.31%	8.22%
Outperformance	(4.02%)	0.25%	0.01%	(0.17%)	(0.16%)

AFTER COMPANY TAX RETURNS²

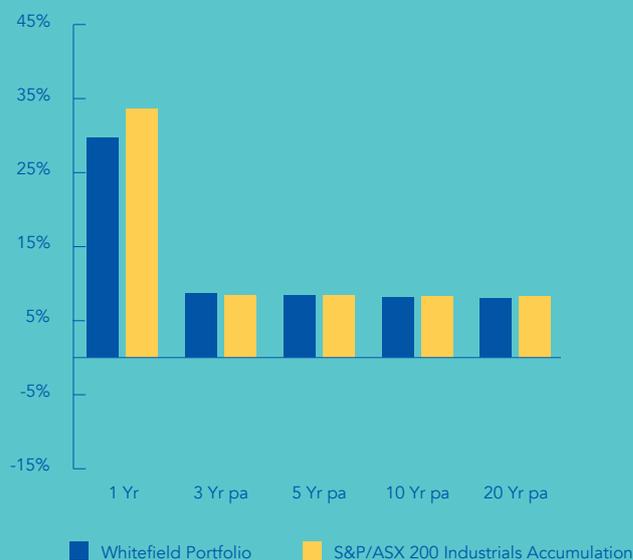
WHF Pre-Deferred Tax NTA (inc dividends)	29.15%	7.58%	7.17%	7.03%	6.77%
WHF Post-Deferred Tax NTA (inc dividends)	22.15%	6.70%	6.73%	6.59%	6.89%
WHF Share Price (inc dividends)	32.28%	14.17%	9.48%	8.78%	8.05%

¹ Portfolio return before company tax and expenses.

² Returns after expenses and company tax.

WHITEFIELD INVESTMENT RETURNS

31 MARCH 2021



WHITEFIELD INVESTMENT OUTERPERFORMANCE

WHF PORTFOLIO VS BENCHMARK INDEX XJIAI



CONTRIBUTION

YEAR TO 31 MARCH 2021

TOP CONTRIBUTORS TO PORTFOLIO PERFORMANCE 1 YEAR*

1. Commonwealth Bank of Australia	3.67%
2. ANZ Banking Group	2.48%
3. National Australia Bank Limited	2.34%
4. Westpac Banking Corporation	2.15%
5. Wesfarmers Ltd	2.12%

TOP DETRACTORS TO PORTFOLIO PERFORMANCE 1 YEAR*

1. CSL Ltd	(0.68%)
2. A2 Milk Co Ltd	(0.44%)
3. AGL Energy	(0.38%)
4. Insurance Aust Group Ltd	(0.21%)
5. Service Stream Ltd	(0.07%)

* Portfolio Weight x Stock Return

ATTRIBUTION

YEAR TO 31 MARCH 2021

TOP PERFORMANCE ATTRIBUTION BASIS 1YR**

1. Charter Hall Group Ltd	0.24%
2. Platinum Asset Management	0.19%
3. Premier Investments	0.13%
4. Pro Medicus Ltd	0.12%
5. Stockland Group	0.12%

BOTTOM PERFORMANCE ATTRIBUTION BASIS 1YR**

1. Afterpay Ltd	(0.47%)
2. Boral Ltd	(0.22%)
3. Aurizon Ltd	(0.21%)
4. AGL Energy	(0.19%)
5. Seek Ltd	(0.16%)

** (Portfolio Weight – Benchmark Weight) x Stock Return

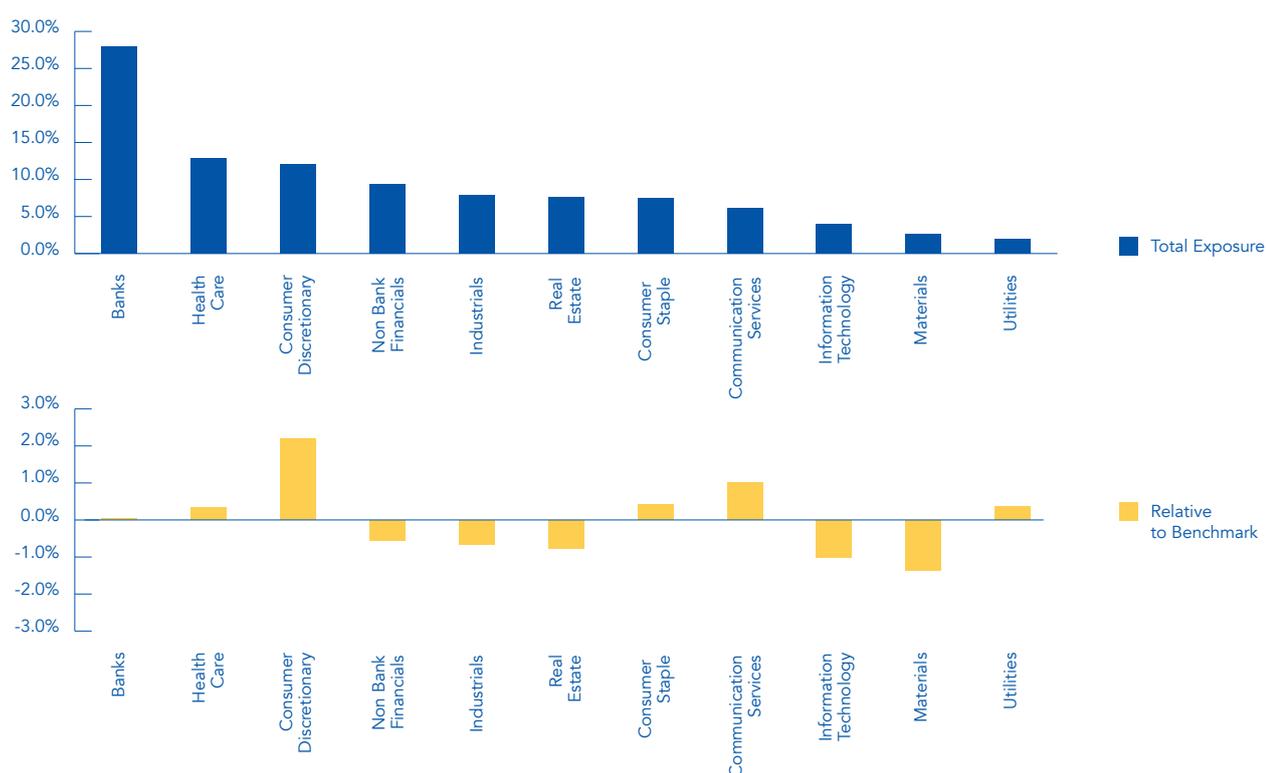
WHITEFIELD PORTFOLIO STATISTICS

AS AT 31 MARCH 2021

SECTOR	TOTAL EXPOSURE	RELATIVE TO BENCHMARK	NO. OF OVERWEIGHT AND UNDERWEIGHT POSITIONS
Banks	27.91%	(0.05%)	6
Health Care	12.89%	0.33%	9
Consumer Discretionary	12.06%	2.19%	12
Non Bank Financials	9.40%	(0.54%)	13
Industrials	7.86%	(0.67%)	9
Real Estate	7.60%	(0.78%)	7
Consumer Staple	7.50%	0.42%	5
Communication Services	6.17%	1.00%	5
Information Technology	3.99%	(1.02%)	12
Materials	2.60%	(1.35%)	9
Utilities	2.02%	0.37%	1
	100.00%	0.00%	88
Cash & Equivalents	1.07%		
Convertible Resettable Preference Share (Liability)	(6.13%)		

WHITEFIELD PORTFOLIO EXPOSURES

31 MARCH 2021



20 YEAR HISTORY

YEAR ENDED	ORDINARY SHARES ISSUED	CAPITAL RAISED	8% PREFERENCE SHARES ON ISSUE	CONVERTIBLE RESETTABLE PREFERENCE SHARES ON ISSUE	ORDINARY SHARES ON ISSUE	OPERATING PROFIT AFTER TAX	DIVIDENDS ON ORD & PEF SHARES	ORDINARY & 8% PREFERENCE SHAREHOLDERS' EQUITY	DIVIDENDS PER ORDINARY SHARE	EARNINGS PER ORDINARY SHARE	NTA AFTER TAX PER ORDINARY SHARE
		\$				\$	\$	\$	CPS	CPS	\$
2021	DRP, BSP, SPP	16,105,970	23,790	321,386	96,298,506	9,817,521	19,583,701	458,214,952	20.50	8.96	4.76
2020	DRP, BSP	2,090,295	23,790	321,386	92,411,570	17,660,984	19,229,055	377,268,544	20.50	17.76	4.08
2019	DRP, BSP, SPP	18,950,484	23,790	321,386	91,841,004	19,406,158	18,046,607	419,939,228	19.75	19.26	4.57
2018	DRP, BSP, SPP	14,605,036	23,790	400,000	87,254,548	18,104,054	17,041,174	389,783,092	17.75	17.79	4.47
2017	DRP, BSP, SPP	13,230,714	23,790	400,000	83,808,193	16,828,677	15,403,600	389,450,754	17.00	16.90	4.65
2016	DRP, BSP, SPP	14,708,886	23,790	400,000	80,208,773	15,998,884	14,088,714	342,464,700	17.00	16.60	4.27
2015	DRP	1,083,190	23,790	400,000	76,467,723	15,502,722	15,763,201	359,678,893	17.00	16.69	4.70
2014	DRP	929,742	23,790	400,000	76,196,891	14,436,286	15,370,839	317,019,745	17.00	15.75	4.16
2013	DRP, CRPS Issue	29,772,389	23,790	300,000	75,938,622	12,328,821	14,968,685	289,587,611	17.00	13.49	3.81
2012	DRP, Merger	45,214,414	23,790	-	75,596,171	12,299,489	7,807,119	247,793,379	8.50	14.58	3.28
2011	DRP, SPP, Buy-Back	(12,411,338)	23,790	-	61,176,470	8,518,170	15,749,249	206,452,551	25.50	13.77	3.37
2010	DRP, Buy-Back	(3,758,754)	23,790	-	65,193,933	8,120,642	11,229,188	237,242,675	17.00	12.26	3.64
2009	DRP, Buy-Back	(11,021,158)	23,790	-	66,323,391	11,864,370	11,410,021	196,414,691	17.00	18.37	2.96
2008	DRP, SPP, Placement	45,858,006	23,790	-	70,192,733	11,981,188	11,043,079	276,278,441	16.10	18.12	3.94
2007	DRP, SPP, Placement	38,837,006	23,790	-	60,263,443	8,518,559	7,952,691	284,597,452	15.70	16.05	4.72
2006	DRP, SPP	13,187,620	23,790	-	51,236,819	7,873,034	6,805,255	207,894,752	14.90	15.28	4.06
2005	1:8 Rights, DRP	14,318,181	23,790	-	47,496,613	6,467,049	5,499,662	167,544,179	13.80	14.51	3.53
2004	1:10 Rights, DRP, Public Issue	13,564,135	23,790	-	42,555,648	4,984,418	4,967,050	135,419,974	12.60	12.04	3.18
2003	-	-	23,790	-	37,630,226	4,524,517	2,371,655	107,228,234	12.60	11.71	2.85
2002	-	-	23,790	-	37,630,226	4,296,005	4,743,311	123,252,523	12.60	11.12	3.27

Note: Shareholders' Equity included the unrealised market value of publicly listed shares and notes in Australian companies and Trusts, less tax which would be payable on realisation of all investments and the estimated cost of such realisation. Operating Profit in this summary excludes gains or losses arising from the sale of investments. Per share calculations have been adjusted for bonus issues where appropriate.

About Whitefield

WHITEFIELD, DELIVERING VALUE TO SHAREHOLDERS SINCE 1923

Whitefield Ltd is an ASX listed investment company holding a diversified portfolio of ASX listed Industrial (non-resource) shares. An investment in WHF Ordinary shares provides an investor with a stream of fully franked dividends as well as the potential to benefit from growth in the underlying value of the investment portfolio over time. The company was founded and listed on ASX in 1923.

OUR STRATEGY

Sensible investment decisions require the right information to be collected, assessed and compared. At Whitefield we seek to access, assess and compare the right information across a wide range of stocks through our quantitative investment framework.

Our assessment process identifies stocks which we consider are likely to be most and least successful over our investment time-horizon based a matrix of over 60 key characteristics.

Our structured index-enhanced approach to portfolio construction allows us to emphasise or de-emphasise stocks to provide our investors with a highly diversified portfolio that offers the potential to deliver returns in line with our key objectives without exposing our investors to undue risk.

OUR PROCESS

At the heart of our process lies the research and development undertaken over many years by our investment team in determining the systematic sources of mispricing in investment markets that align best with our investor objectives and the most reliable quantitative methods to identify this in stocks.

We highlight the following important value-additive areas within our framework:

- (a) An emphasis on the influences of human behavioural bias on investment markets which assists in understanding and predicting stock returns
- (b) Our cleansing, customisation and vetting of underlying data and its quality
- (c) Our customisation, depth and breadth of the factors through which we assess and rate stocks

WHITEFIELD LTD FACT SHEET

RETURN OBJECTIVE

Reliable stream of fully franked income;

Risk adjusted return higher than average of peer group¹; and

Portfolio return 0-100 basis points above the Benchmark over rolling five year periods

RISK OBJECTIVE

A low degree of variation against benchmark (Target 0.7% - 1.0% Tracking Error)

ASSET ALLOCATION

Long-only, fully invested other than cash held for corporate and short term investment purposes

BENCHMARK

S&P/ASX200 Industrials Accumulation (XJIAI)

INVESTMENT STYLE

Style agnostic, enhanced index

¹ Bell Potter diversified Large Cap Aust Equities Listed Investment Companies and Trusts.

GEARING

5% at Mar 2021

DIVIDEND POLICY

Aim to pay ordinary dividends approximately equal to underlying earnings and average long term realised gains

TAX STATUS

LIC Capital Gains Discount status applicable on a majority of the portfolio

MANAGER

White Funds Management Pty Ltd

MANAGEMENT FEE

0.25% per annum

OTHER OPERATING EXPENSES

Approximately 0.15% per annum (based on FY 2021)



Our personnel

Our Personnel & Operating Structure

Whitefield's Board have a depth of experience in finance, markets, corporate governance and the listed investment industry. Our investment management personnel are highly qualified, and have significant experience in wholesale investment management and longevity of service working with Whitefield.

NON EXECUTIVE DIRECTORS



LANCE JENKINS

*(LLB, BCA (Vic), MBA
(New York))*

Lance has over 20 years of financial markets experience. He has held senior roles with Goldman Sachs JBWere in New York, was CEO and Managing Director of Goldman Sachs JBWere New Zealand, Head of Cash Equities at the Commonwealth Bank of Australia and was an Executive Director of Waterman Capital. He is a past director of Partners Life, Spicers Financial (an AMP subsidiary) and the MFB Group. He is currently an Executive Director of CCA Capital and a Non-Executive Director of BePure Health Limited.



MARK BEARDOW

*(B.Ec, CFA, Cert Management
MGSM)*

Mark has over 25 years experience in investment management and financial markets. He has worked with JPMorgan, UBS and served as Chief Investment Officer Global Equities and Fixed Income for AMP Capital. He is currently a principal of the Darling Macro Fund.



JENELLE WEBSTER

*(B.Com, CA, Registered
Company Auditor, IIAA, GIAA.)*

Jenelle has over 20 years' experience in audit, accounting and financial services. She has worked with Price Waterhouse Coopers, Moore Stephens Australia and Ernst & Young. She is currently the Chief Financial Officer of St. Vincents Private Hospital Sydney.



SENIOR EXECUTIVE PERSONNEL



ANGUS GLUSKIE

MANAGING DIRECTOR & CHAIRMAN

(BEC, Graduate Diploma in Applied Finance & Investment, CA, FFin)

Angus has over 30 years' experience in the investment management and financial services fields. He has qualifications in investment management, economics and chartered accountancy. He has worked with Whitefield and associated entities since 1987.



WILL SEDDON

EXECUTIVE DIRECTOR

(BEC, CFA, CAIA, SAFin)

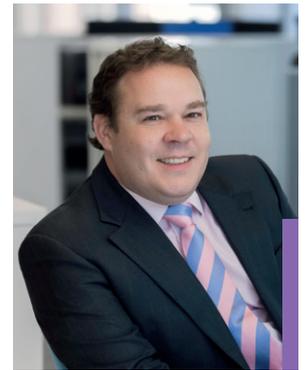
Will has over 17 years' experience as a wholesale investment manager and analyst, including more than a decade working with Whitefield. He has significant experience in fundamental analysis, investment strategy and quantitative techniques.



PETER BORKOVEC

(MCom (Funds Management), BBus)

Peter has over 17 years' experience in wholesale funds management, including more than a decade working with Whitefield. He has significant experience in fundamental analysis, investment strategy, statistics and quantitative techniques.



STUART MADELEY

COMPANY SECRETARY

(BA(hons) Pure Maths, MBA)

Stuart has over 25 years' experience in financial services and funds management, including more than 17 years' with Whitefield. He has significant experience in investment operations and information technology systems.

Directors' Report

Your Directors present their report on the Company for the year ended 31 March 2021.

Directors

The following persons were Directors of Whitefield Limited during the financial year and up to the date of this report:

Angus J. Gluskie
William R. Seddon
Lance W. Jenkins
Mark A. Beardow
Jenelle B. Webster

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

Dividends

Dividends paid to members since the end of the previous financial year were as follows:

	DIVIDEND RATE	TOTAL AMOUNT	DATE OF PAYMENT	% FRANKED
2020				
8% Preference shares – interim	4.0 cps	\$951	11/12/2020	100
Ordinary shares – interim	10.25 cps	\$9,343,318	11/12/2020	100
Convertible Resetable Preference Shares – Six-Monthly	201.25 cps	\$646,789	11/12/2020	100
2019				
8% Preference shares – final	4.0 cps	\$951	12/06/2020	100
Ordinary shares – final	10.25 cps	\$8,944,903	12/06/2020	100
Convertible Resetable Preference Shares – Six-Monthly	201.25 cps	\$646,789	12/06/2020	100

In addition to the above dividends, since the end of the financial year the Directors have announced:

- A final ordinary dividend of 10.25 cents per fully paid share (2020: 10.25 cents per fully paid share), and a final dividend on 8% preference shares of 4.0 cents per 8% preference share (2020: 4.0 cents per 8% preference share) to be paid on 11 June 2021 out of retained earnings at 31 March 2021;
- A six-monthly dividend on Convertible Resetable Preference Shares of 201.25 cents per convertible resetable preference share (2020: 201.25 cents per convertible resetable preference share) to be paid on 11 June 2021.

Principal activities

During the year, the principal activity of the Company was investing in companies and trusts listed on the Australian Securities Exchange.

There was no significant change in the nature of the activity of the Company during the year.

Review of operations and financial position

Information on the operations and financial position of the Company and its business strategies and prospects are set out in the Managing Director's review.

The profit from ordinary activities after income tax amounted to \$9,817,521 (2020: \$17,660,984). The Company recorded a total comprehensive income amounting to \$84,406,985 after taking account of a net revaluation after tax on investments (2020: total comprehensive loss of \$25,525,647).

Net asset backing per ordinary share at 31 March 2021 amounted to \$5.25 (2020: \$4.25) before deferred tax and \$4.76 (2020: \$4.08) after deferred tax, while net assets amounted to \$458,204,074 (2020: \$377,274,821).

Significant changes in the state of affairs

The ebb and flow of the global COVID pandemic has had, and may continue to have, a significant influence on the earnings, dividends and value of listed companies in which Whitefield invests.

Within the year to March 2021, the value of the company's investment portfolio rose materially (having fallen in the prior financial year), while dividends and distributions paid on our investment holdings were materially lower.

With the pandemic ongoing, the outlook for the earnings, dividends and value of the listed companies in which Whitefield invests may carry greater uncertainty than normal.

Apart from the fall in income and the large rise in the value of investment noted, there have been no other significant changes in the state of affairs of the Company during the period.

Matters subsequent to the end of the financial year

Apart from the dividends paid after year end, and the ongoing uncertainty of outlook arising from the COVID pandemic, no other matter or circumstance has arisen since 31 March 2021 that has significantly affected, or may significantly affect, the operations of the Company, the results of those operations or the state of affairs of the Company in subsequent financial years.

Likely developments and expected results of operations

Further comments on the outlook for the Company are included in the Managing Director's Review.

Environmental regulation

The Company is not affected by any significant environmental regulation in respect of its operations.

To the extent that any environmental regulations may have an incidental impact on the Company's operations, the Directors of the Company are not aware of any breach by the Company of those regulations.

Directors' Report (cont.)

INFORMATION ON DIRECTORS

ANGUS J. GLUSKIE

MANAGING DIRECTOR
& INTERIM CHAIRMAN

Experience and expertise

Angus was appointed Chief Executive Officer of Whitefield Limited in 1996 and was appointed as a Director in 2003. Angus has over 30 years experience in the fields of funds management and financial services. Angus is a member of the Institute of Chartered Accountants and a Fellow of the Financial Services Institute of Australasia, and holds a Bachelor of Economics and a Graduate Diploma in Applied Finance & Investment.

Other current directorships

Managing Director of White Funds Management Pty Ltd and Director Listed Investment Companies & Trusts Association Ltd

Former directorships in last 3 years

None

Special responsibilities

Managing Director and Chairman, Member of Nomination Committee, Investment Manager

Interests in shares and options

17,678,345 Ordinary Shares
200 8% Preference Shares

WILLIAM R. SEDDON

EXECUTIVE DIRECTOR
(appointed 15 May 2017)

Experience and expertise

Will has 17 years experience as a wholesale investment manager and analyst, including more than a decade working with Whitefield. He has significant experience in the field of funds management. Will holds a Bachelor of Economics, is a Chartered Financial Analyst, a Senior Associate of the Financial Services Institute of Australasia and a Chartered Alternative Investment Analyst.

Other current directorships

Director of White Funds Management Pty Ltd

Former directorships in last 3 years

None

Special responsibilities

Member of Nomination Committee, Investment Manager

Interests in shares and options

85,382 Ordinary Shares

LANCE W. JENKINS

INDEPENDENT AND
NON-EXECUTIVE DIRECTOR
(appointed 31 May 2017)

Experience and expertise

Lance has over 20 years of financial markets experience. He has held senior roles with Goldman Sachs JBWere in New York, was CEO and Managing Director of Goldman Sachs JBWere New Zealand, and Head of Cash Equities at the Commonwealth Bank of Australia in Sydney.

Other current directorships

Director of CCA Capital Ltd and BePure Health Ltd

Former directorships in last 3 years

Past director of Spicers Portfolio Management (NZ) Ltd, Partners Life Ltd, My Food Bag Ltd and Waterman Capital Ltd

Special responsibilities

Member of Audit, Nomination and Remuneration Committees

Interests in shares and options

143,447 Ordinary Shares

MARK A. BEARDOW

INDEPENDENT AND
NON-EXECUTIVE DIRECTOR
(appointed 13 December 2017)

Experience and expertise

Mark has over 25 years experience in investment management and financial markets. He has worked with JP Morgan, UBS and served as Chief Investment Officer Global Equities and Fixed Income for AMP Capital. He is currently a principal of the Darling Macro Fund.

Other current directorships

347 Daily Pty Ltd and Fulham Park Gardens Pty Ltd

Former directorships in last 3 years

Past director of Quay 62 Pty Ltd, National Mutual Funds Management Ltd, AMP CMBS No.1 Pty Ltd and AMP CMBS No.2 Pty Ltd

Special responsibilities

Member of Audit, Nomination and Remuneration Committees

Interests in shares and options

31,709 Ordinary Shares

JENELLE B. WEBSTER

INDEPENDENT AND
NON-EXECUTIVE DIRECTOR
(appointed 16 September 2018)

Experience and expertise

Jenelle has over 20 years financial accounting and reporting experience. She has previously worked with Price Waterhouse Coopers, Moore Stephens Australia and Ernst & Young. She is currently working in finance and operational efficiency at St Vincent's Health.

Other current directorships

Director of Cadence Capital Ltd

Former directorships in last 3 years

None

Special responsibilities

Member of Audit, Nomination and Remuneration Committees

Interests in shares and options

15,000 Ordinary Shares

COMPANY SECRETARY

**The Company Secretary is
Stuart Madeley**

The Company Secretary is Stuart Madeley. Stuart has been Company Secretary since 2014. Stuart has over 25 years experience in the financial services industry in both Australia and the United Kingdom. Stuart has been involved in the executive management of the Company since 2005.

Directors' Report (cont.)

Meetings of Directors

The numbers of meetings of the Company's board of Directors and of each board committee held during the year ended 31 March 2021, and the numbers of meetings attended by each Director were:

	FULL MEETING OF DIRECTORS		MEETINGS OF AUDIT COMMITTEE		MEETINGS OF NOMINATION COMMITTEE		MEETINGS OF REMUNERATION COMMITTEE	
	HELD	ATTENDED	HELD	ATTENDED	HELD	ATTENDED	HELD	ATTENDED
Angus J. Gluskie	4	4	-	-	1	1	-	-
William R. Seddon	4	3	-	-	1	1	-	-
Lance W. Jenkins	4	4	4	4	1	1	1	1
Mark A. Beardow	4	4	4	4	1	1	1	1
Jenelle B. Webster	4	4	4	4	1	1	1	1

Remuneration Report

This report details the nature and amount of remuneration for each Director and Key Management Person of Whitefield Limited in accordance with the *Corporations Act 2001*.

Remuneration Policy

The Board and Remuneration Committee determine the remuneration structure of Non-Executive Directors having regard to the scope of the Company's operations and other relevant factors including the frequency of Board meetings. The Board makes a recommendation to shareholders as to the level of Non-Executive Directors remuneration which is then put to shareholders at the Annual General Meeting for approval should the aggregate remuneration be subject to an increase.

The Company pays no direct remuneration to the Executive Directors and Company Secretary. Mr Angus J. Gluskie, Mr William R. Seddon and Mr Stuart A. Madeley are officers and/or shareholders of White Funds Management Pty Ltd.

White Funds Management Pty Ltd is contracted by the Company as the Investment Manager and receives fees for service on normal commercial terms and conditions.

As the Company does not pay performance fees, nor provide share or option schemes to Directors and executives, remuneration of Executives and Non-executives is not explicitly linked to the Company's performance. Notwithstanding this, Board members and Company executives are subject to ongoing performance monitoring and regular performance reviews.

Details of remuneration

The following tables show details of remuneration for Directors and key management personnel of the Company for the current and previous financial year.

2021	SHORT-TERM EMPLOYEE BENEFITS		POST-EMPLOYMENT BENEFITS	
	CASH SALARY AND FEES \$	OTHER \$	SUPER ANNUATION \$	TOTAL \$
NAME				
Non-executive Directors				
Lance W. Jenkins	15,525	-	1,475	17,000
Mark A. Beardow	15,525	-	1,475	17,000
Jenelle B. Webster	15,525	-	1,475	17,000
Sub-total Non-executive Directors	46,575	-	4,425	51,000
Executive Directors and Company Secretary				
Angus J. Gluskie*	-	-	-	-
William R. Seddon*	-	-	-	-
Stuart A. Madeley*	-	-	-	-
Sub-total Executive Directors and Company Secretary	-	-	-	-
Total key management personnel compensation	46,575	-	4,425	51,000

2020	SHORT-TERM EMPLOYEE BENEFITS		POST-EMPLOYMENT BENEFITS	
	CASH SALARY AND FEES \$	OTHER \$	SUPER ANNUATION \$	TOTAL \$
NAME				
Non-executive Directors				
Lance W. Jenkins	15,525	-	1,475	17,000
Mark A. Beardow	15,525	-	1,475	17,000
Jenelle B. Webster	15,525	-	1,475	17,000
Sub-total Non-executive Directors	46,575	-	4,425	51,000
Executive Directors and Company Secretary				
Angus J. Gluskie*	-	-	-	-
William R. Seddon*	-	-	-	-
Stuart A. Madeley*	-	-	-	-
Sub-total Executive Directors and Company Secretary	-	-	-	-
Total key management personnel compensation	46,575	-	4,425	51,000

Shares under option

No options are on issue.

Insurance and indemnification of officers and auditors

During the financial year, the Company paid a premium in respect of a contract insuring the Directors of the Company, the Company Secretary and any related body corporate against liability incurred as such by a Director or Secretary to the extent permitted by the *Corporations Act 2001*. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

No indemnities have been given or insurance premiums paid during or since the end of the financial year, for any person who is or has been an auditor of the Company.

Proceedings on behalf of the Company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the *Corporations Act 2001*.

Corporate Governance Statement

The Company's Corporate Governance Statement for the year ended 31 March 2021 can be found at the Company's website www.whitefield.com.au.

Non-audit services

No non-audit services were performed by the auditors during the year ended 31 March 2021.

Details of the amounts paid to the auditors and their related parties are disclosed in Note 16 to the Financial Statements.

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 on page 20.

This report is made in accordance with a resolution of Directors.



Angus Gluskie
DIRECTOR

Sydney
19 May 2021

* Mr Angus J. Gluskie, Mr William R. Seddon and Mr Stuart A. Madeley received no fees as individuals. All three are officers and/or shareholders of White Funds Management Pty Ltd. During the year, White Funds Management Pty Ltd was entitled to fees of \$1,397,188 (2020: \$1,508,628) inclusive of 10% GST for the management of the Company, out of which costs of corporate and investment management are paid.

Auditor's Independence Declaration

Whitefield Limited ABN 50 000 012 895

I declare that, to the best of my knowledge and belief, during the year ended 31 March 2021 there have been no contraventions of:

- i. the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- ii. any applicable code of professional conduct in relation to the audit.

MNSA Pty Ltd

MNSA Pty Ltd

Sam Danieli

Sam Danieli
DIRECTOR

Sydney
Dated this 19th of May 2021

Financial statements

As at 31 March 2021

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Statement of Comprehensive Income

For the year ended 31 March 2021

	NOTES	2021 \$	2020 \$
INVESTMENT INCOME FROM ORDINARY ACTIVITIES	4	12,749,053	21,085,894
Expenses			
Management fees		(1,302,073)	(1,405,767)
Directors' fees		(51,000)	(51,000)
Registry fees		(180,513)	(155,082)
Administration fees		(163,984)	(171,928)
ASX fees		(90,905)	(87,712)
Legal fees		(54,676)	(1,084)
Audit fees		(29,418)	(27,729)
Other expenses		(259,242)	(260,186)
Finance costs – Convertible Resettable Preference Shares		(241,212)	(239,429)
Operating result before income tax		10,376,030	18,685,977
Income tax expense	5	(558,509)	(1,024,993)
Profit for the year		9,817,521	17,660,984
Other comprehensive income/(loss)			
<i>Items that may not be reclassified to profit or loss</i>			
Net unrealised gains/(losses) on investments taken to equity		101,952,985	(53,824,595)
Income tax relating to net unrealised (losses)/gains on investments taken to equity		(33,222,201)	18,107,335
Net realised gains/(losses) on investments taken to equity		4,828,908	(7,492,920)
Income tax relating to net realised losses on investments taken to equity		1,029,772	23,549
Other comprehensive income/(loss) for the year, net of tax		74,589,464	(43,186,631)
Total comprehensive income/(loss) for the year		84,406,985	(25,525,647)
		Cents	Cents
Earnings per share from continuing operations attributable to the ordinary equity holders of the Company (excluding all net realised gains/losses on investments)			
Basic earnings per share	22	8.96	17.76
Diluted earnings per share	22	8.96	17.76
Earnings per share from continuing operations attributable to the ordinary equity holders of the Company (excluding all net realised gains/losses on investments and excluding gain on reset/conversion of Convertible Resettable Preference Shares)			
Basic earnings per share	22	8.96	17.76
Diluted earnings per share	22	8.96	17.76

The above Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

Statement of Financial Position

As at 31 March 2021

	NOTES	2021 \$	2020 \$
ASSETS			
Current assets			
Cash and cash equivalents	6	6,042,282	52,145,584
Trade and other receivables	7	1,470,079	1,231,417
Current tax receivables		-	525,472
Other current assets		21,148	20,576
Total current assets		7,533,509	53,923,049
Non-current assets			
Financial assets at fair value through other comprehensive income	3, 8	532,241,494	372,379,332
Deferred tax assets	9	7,826,025	6,700,573
Total non-current assets		540,067,519	379,079,905
Total assets		547,601,028	433,002,954
LIABILITIES			
Current liabilities			
Trade and other payables		495,553	325,646
Dividends payable		431,193	431,193
Current tax liabilities		202,190	-
Other financial liabilities	10	32,637,157	-
Total current liabilities		33,766,093	756,839
Non-current liabilities			
Other financial liabilities	10	-	32,402,573
Deferred tax liabilities	11	55,630,861	22,568,721
Total non-current liabilities		55,630,861	54,971,294
Total liabilities		89,396,954	55,728,133
Net assets		458,204,074	377,274,821
EQUITY			
Issued capital	12	257,440,453	241,334,483
Reserves	13	154,541,536	81,910,460
Retained earnings		46,222,085	54,029,878
Total equity		458,204,074	377,274,821

The above Statement of Financial Position should be read in conjunction with the accompanying notes.

Statement of Changes in Equity

For the year ended 31 March 2021

	NOTES	ISSUED CAPITAL \$	RESERVES \$	RETAINED EARNINGS \$	TOTAL EQUITY \$
BALANCE AT 1 APRIL 2019		239,244,188	135,654,753	45,040,287	419,939,228
Profit for the year		-	-	17,660,984	17,660,984
Other comprehensive loss for the year					
Net unrealised losses on investments taken to equity		-	(53,824,595)	-	(53,824,595)
Income tax on net unrealised losses on investments taken to equity		-	18,107,335	-	18,107,335
Net realised losses on investments taken to equity		-	(7,492,920)	-	(7,492,920)
Income tax on net realised losses on investments taken to equity		-	23,549	-	23,549
Total other comprehensive loss for the year, net of tax		-	(43,186,631)	-	(43,186,631)
Total comprehensive loss for the year		-	(43,186,631)	17,660,984	(25,525,647)
Transactions with owners in their capacity as owners:					
Contributions of equity, net of transaction costs and tax		2,090,295	-	-	2,090,295
Dividends provided for or paid	14	-	(10,557,662)	(8,671,393)	(19,229,055)
		2,090,295	(10,557,662)	(8,671,393)	(17,138,760)
Balance at 31 March 2020		241,334,483	81,910,460	54,029,878	377,274,821
BALANCE AT 1 APRIL 2020		241,334,483	81,910,460	54,029,878	377,274,821
Profit for the year		-	-	9,817,521	9,817,521
Other comprehensive income for the year					
Net unrealised gains on investments taken to equity		-	101,952,985	-	101,952,985
Income tax on net unrealised losses on investments taken to equity		-	(33,222,201)	-	(33,222,201)
Net realised gains on investments taken to equity		-	4,828,908	-	4,828,908
Income tax on net realised losses on investments taken to equity		-	1,029,772	-	1,029,772
Total other comprehensive income for the year, net of tax		-	74,589,464	-	74,589,464
Total comprehensive income for the year		-	74,589,464	9,817,521	84,406,985
Transactions with owners in their capacity as owners:					
Contributions of equity, net of transaction costs and tax		16,105,970	-	-	16,105,970
Dividends provided for or paid	14	-	(1,958,388)	(17,625,314)	(19,583,702)
		16,105,970	(1,958,388)	(17,625,314)	(3,477,732)
Balance at 31 March 2021		257,440,453	154,541,536	46,222,085	458,204,074

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

Statement of Cash Flows

For the year ended 31 March 2021

	NOTES	2021 \$	2020 \$
Cash flows from operating activities			
Dividends and trust distributions received		12,433,847	22,136,827
Interest received		43,890	127,386
Other income received		23,520	14,100
Payments for other expenses		(2,226,375)	(1,958,779)
Income taxes paid		(53,428)	2,149,518
Net cash inflow from operating activities	20	10,221,454	22,469,052
Cash flows from investing activities			
Proceeds from sale of financial assets at fair value through other comprehensive income		167,420,093	248,140,207
Payments for financial assets at fair value through other comprehensive income		(220,227,329)	(207,805,440)
Net cash (outflow)/inflow from investing activities		(52,807,236)	40,334,767
Cash flows from financing activities			
Proceeds from issues of shares under share purchase plan		14,035,000	-
Share issue transaction costs		(132,627)	(15,143)
Dividends paid to Company's shareholders		(16,126,315)	(15,834,582)
Dividends paid on convertible resettable preference shares		(1,293,578)	(1,293,578)
Net cash (outflow) from financing activities		(3,517,520)	(17,143,303)
Net (decrease)/increase in cash and cash equivalents		(46,103,302)	45,660,516
Cash and cash equivalents at the beginning of the year		52,145,584	6,485,068
Cash and cash equivalents at the end of year	6	6,042,282	52,145,584

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

Notes to the Financial Statements

For the year ended 31 March 2021

1. General information

Whitefield Limited (the "Company") is a listed public company domiciled in Australia. The address of Whitefield Limited's registered office is Suite 16.01 Level 16, 68 Pitt Street, Sydney, NSW, 2000. The financial statements of Whitefield Limited are for the year ended 31 March 2021. The Company is primarily involved in making investments, and deriving revenue and investment income from listed securities and unit trusts in Australia.

2. Financial risk management

The Company's activities expose it to a variety of financial risks: market risk (including interest rate risk and price risk), credit risk and liquidity risk. The Company uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of market risks, and ratings agency analysis for credit risk.

(a) Market risk

AASB 7 *Financial Instruments: Disclosures* defines this as the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

(i) Price risk

The Company is exposed to equity securities price risk. This arises from investments held by the Company and classified in the Statement of Financial Position as financial assets at fair value through other comprehensive income.

The Company's investment portfolio is spread across the following sectors:

SECTOR	2021 (%)	2020 (%)
Information technology	3.99	3.71
Financials	37.31	33.17
Health care	12.89	19.27
Consumer staples	7.50	10.60
Industrials	7.86	7.50
Consumer discretionary	12.06	7.32
Utilities	2.02	3.21
Materials	2.60	2.52
Communications services	6.17	5.71
Real estate	7.60	6.99
Total	100.00	100.00

Securities representing over 5 per cent of the investment portfolio at 31 March 2021 were:

	2021 (%)
Commonwealth Bank of Australia	10.39
CSL Ltd	7.90
Westpac Banking Corporation	5.78
National Australia Bank Ltd	5.61
Australia and New Zealand Banking Group Ltd	5.25
	34.93

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

2. Financial risk management (continued)

(a) Market risk (continued)

Securities representing over 5 per cent of the investment portfolio at 31 March 2020 were:

	2020 (%)
CSL Limited	12.24
Commonwealth Bank of Australia	9.92
Westpac Banking Corporation	5.17
	27.33

The following table illustrates the effect on the Company's equity from possible changes in the value of equity investments, assuming a flat tax rate of 30 per cent:

	IMPACT ON OTHER COMPONENTS OF EQUITY	
	2021 \$	2020 \$
Change in value – 10%	(37,256,904)	(26,066,553)
Change in value – 30%	(111,770,714)	(78,199,660)

Other components of equity would increase/decrease as a result of gains/losses on equity securities classified as financial assets at fair value through other comprehensive income.

(ii) Cash flow and fair value interest rate risk

The Company's CRPS are subject to fixed interest rates and are carried at amortised cost. They are therefore not subject to interest rate risk as defined in AASB 7, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(b) Credit risk

The standard defines this as the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the Statement of Financial Position and Notes to the Financial Statements.

None of these assets are over-due or considered to be impaired.

(c) Liquidity risk

The standard defines this as the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities.

The Investment Manager monitors its cash-flow requirements daily in relation to the investing account taking into account upcoming dividends, tax payments and investing activity.

The Company's inward cash flows depend upon the level of dividend and distribution revenue received and sales of investments. Because the Company's investments are liquid and readily tradeable, the Company has the ability to manage its total cash inflows. The Company's major cash outflows are the purchase of securities and dividends paid to shareholders. The level of both of these is managed by the Board and Investment Manager.

Maturities of financial liabilities

Except for the CRPS which will reach their next reset date in 2021, the other liabilities of the Company in the current and prior year have maturities of less than one month.

While the upcoming CRPS reset represents a commitment falling within 12 months, the Company has the ability to manage the maturity by offering a new term, converting securities to ordinary shares or redeeming some or all of the securities. Should the Company seek to redeem any securities it may do this through the application of available cash, the sale of investments (which are highly liquid) or the raising of replacement capital.

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

3. Fair value measurements

The Company measures and recognises the following assets at fair value on a recurring basis:

- Financial assets at fair value through other comprehensive income (FVOCI)

The Company has no assets or liabilities measured at fair value on a non-recurring basis in the current reporting period.

(a) Fair value hierarchy

AASB 13 requires disclosure of fair value measurements by level of the following fair value measurement hierarchy (consistent with the hierarchy applied to financial assets and financial liabilities):

- quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly (level 2); and
- inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

(i) Recognised fair value measurements

The following table presents the Company's assets and liabilities measured and recognised at fair value and the valuation input levels utilised in accordance with AASB 13.

AT 31 MARCH 2021	LEVEL 1 \$	LEVEL 2 \$	LEVEL 3 \$	TOTAL \$
RECURRING FAIR VALUE MEASUREMENTS				
Financial assets				
Financial assets at FVOCI				
Equity securities	532,241,494	-	-	532,241,494
Total financial assets	532,241,494	-	-	532,241,494

AT 31 MARCH 2020	LEVEL 1 \$	LEVEL 2 \$	LEVEL 3 \$	TOTAL \$
RECURRING FAIR VALUE MEASUREMENTS				
Financial assets				
Financial assets at FVOCI				
Equity securities	372,379,332	-	-	372,379,332
Total financial assets	372,379,332	-	-	372,379,332

There were no transfers between levels for recurring fair value measurements during the year.

The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

(ii) Disclosed fair values

The Company also has Convertible Resettable Preference Shares (CRPS) which are not measured at fair value within the Statement of Financial Position. The fair value is noted in the accounts and would represent the market value at balance sheet date less the dividend separately provided.

Details of the carrying amount and fair value are shown below:

	2021 \$	2020 \$
Carrying amount	32,637,157	32,402,573
Fair value	33,375,936	32,620,679

For all financial instruments other than those measured at fair value or otherwise disclosed above, their carrying value approximates fair value.

The carrying amounts of trade and other receivables and payables are assumed to approximate their fair values due to their short-term nature.

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

4. Revenue

	2021	2020
	\$	\$
FROM CONTINUING OPERATIONS		
Dividends on investments held at the end of the year	9,548,487	15,842,868
Dividends on investments sold during the year	1,080,927	1,888,491
Interest	43,890	126,116
Distributions	2,052,229	3,214,319
Other income	23,520	14,100
	12,749,053	21,085,894

5. Income tax expense

	2021	2020
	\$	\$
(a) Income tax expense through profit or loss		
Income tax expense	(558,509)	(1,024,993)
(b) Numerical reconciliation of income tax expense to prima facie tax payable		
Profit from continuing operations before income tax expense	10,376,030	18,685,977
Tax at the Australian tax rate of 30.0% (2020 – 30.0%)	3,112,809	5,605,793
Tax effect of amounts which are not deductible/(taxable) in calculating taxable income:		
Franking credits on dividends received	(3,585,642)	(6,271,916)
Finance expense items	65,736	65,295
Imputation gross up on dividends income	1,081,609	1,894,821
Permanent differences from adjustments to prior year income tax expense	(96,282)	(224,844)
Foreign tax credits on dividends received	(19,721)	(44,156)
Income tax expense	(558,509)	1,024,993
(c) Amounts recognised directly in equity		
Aggregate current tax arising in the reporting period and not recognised in net profit or loss or other comprehensive income but directly debited or credited to equity:		
Share issue expenses	39,788	4,543
(d) Tax (benefit)/expense relating to items of other comprehensive income		
Net unrealised (losses)/gains on investments taken to equity	33,222,201	(18,107,335)
Net realised losses on investments taken to equity	(1,029,772)	(23,549)
	32,192,429	(18,130,884)

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

6. Current assets – Cash and cash equivalents

	2021 \$	2020 \$
CURRENT ASSETS		
Cash at bank and in hand	6,042,282	52,145,584

7. Current assets – Trade and other receivables

	2021 \$	2020 \$
Dividends and distributions receivable	1,433,531	1,185,735
GST receivable	36,548	45,682
	1,470,079	1,231,417

8. Non-current assets – Financial assets at fair value through other comprehensive income

	2021 \$	2020 \$
INVESTMENT IN SHARES AND EQUITIES		
Listed securities	532,241,494	372,379,332

The list showing investments treated as equity instruments and revalued through other comprehensive income can be found on pages 46-50 of this report.

(a) Investment transactions

Certain securities within the investment portfolio were disposed during the financial year during the normal course of the Company's business as a listed Investment Company. The fair value of the investments sold during the year was \$167.4m (2020: \$247.9m). The cumulative gain on these disposals was \$4.8m for the year before tax (2020: gain of \$11.7m), which has been transferred from the revaluation reserve to the realisation reserve (refer to Statement of Changes in Equity).

The total brokerage paid on total purchases and sales was \$666,774 (2020: \$767,028).

9. Non-current assets – Deferred tax assets

	2021 \$	2020 \$
MOVEMENTS:		
Opening balance	6,700,572	7,208,634
Charged/(credited):		
– to profit or loss	(31,853)	(536,153)
– to other comprehensive income	954,248	23,549
– directly to equity	39,788	4,543
– to current tax liability	163,269	-
	7,826,025	6,700,573

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

10. Other financial liabilities

	2021 \$	2020 \$
Convertible Resetable Preference Shares – current	32,637,157	-
Convertible Resetable Preference Shares – non-current	-	32,402,573
	32,637,157	32,402,573

Convertible Resetable Preference Shares (CRPS) are non-cumulative, convertible, resettable, preference shares in the capital of Whitefield. The key terms of the CRPS are:

CRPS Face Value: \$100 per CRPS.

Dividend Rate: The CRPS are entitled to a non-cumulative fixed dividend of 5.75% x (1-Tax Rate) per annum which is expected to be fully franked. The Dividend Rate may be increased or decreased on the relevant reset dates, the next of which is 30 November 2021.

Dividend payment: Dividends are non-cumulative and only payable where the directors determine that a dividend is payable and only to the extent permitted by law.

Dividend ranking: The CRPS will rank in priority to the Company's fully paid ordinary shares (Ordinary Shares) in respect of the payment of the dividends on the CRPS but will rank behind the Company's 8% Preference Shares.

Resetting: On each reset date, the Company can reset the dividend rate payable on the CRPS, the discount which applies on the conversion of the CRPS into Ordinary Shares and determine when resets are to take place in the future. The next reset date is on 30 November 2021.

Conversion: The Company can convert CRPS into Ordinary Shares on any reset date and on the occurrence of certain events. The CRPS holders can request the Company to convert the CRPS into Ordinary Shares on any reset date and on the occurrence of certain holder trigger events. However, the Company can override conversion requests received from CRPS holders and instead redeem the CRPS. On conversion each CRPS will convert into a number of Ordinary Shares calculated generally by reference to the volume weighted average sale price of Ordinary Shares on ASX for the ten days prior to conversion and applying the conversion discount, subject to certain adjustments.

Redemption: The Company can redeem the CRPS on any reset date and on the occurrence of certain trigger events. CRPS holders cannot seek to have the CRPS redeemed. Redemption is for the face value of the CRPS which will be \$100.

Voting rights: CRPS holders are only entitled to vote on certain limited matters such as a proposal that affects the rights of CRPS holders or for the disposal of the whole of the property, business and undertaking of Whitefield. However, this restriction on voting does not apply when a dividend is not paid in full on the CRPS or during a winding up of the Company.

Return of capital: The face value of the CRPS and due but unpaid dividends on them will rank upon a winding-up of the Company after the 8% Preference Shares and in priority to Ordinary Shares. The CRPS have no right to participate in surplus assets or profits of the Company on a winding-up other than as set out above.

11. Non-current liabilities – Deferred tax liabilities

	2021 \$	2020 \$
Net unrealised gains on investments taken to equity	55,472,281	22,250,080
Other temporary differences	158,580	318,641
	55,630,861	22,568,721
Opening balance	22,568,721	40,756,606
Charged/(credited):		
– to profit or loss	(160,061)	(80,550)
– to other comprehensive income	33,222,201	(18,107,335)
	55,630,861	22,568,721

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

12. Issued capital

(a) Share capital

	2021 SHARES	2020 SHARES	2021 \$	2020 \$
Ordinary shares – fully paid	96,298,506	92,411,570	257,416,663	241,310,693
8% Non-redeemable preference shares – fully paid	23,790	23,790	23,790	23,790
	96,322,296	92,435,360	257,440,453	241,334,483

(b) Movements in ordinary share capital

DETAILS	NOTES	NUMBER OF SHARES	\$
Opening balance 1 April 2019		91,841,004	239,220,398
Dividend reinvestment plan issue – final dividend	(f)	208,670	1,070,518
Bonus share plan – final dividend	(e)	88,611	-
Dividend reinvestment plan issue – interim dividend	(f)	222,064	1,030,377
Bonus share plan – interim dividend	(e)	51,221	-
Less: Transaction costs arising on share issue – DRP and BSP		-	(10,600)
Balance 31 March 2020		92,441,570	241,310,693
Opening balance 1 April 2020		92,441,570	241,310,693
Share purchase plan		3,226,792	14,035,000
Dividend reinvestment plan issue – final dividend	(f)	235,421	1,061,749
Bonus share plan – final dividend	(e)	116,885	-
Dividend reinvestment plan issue – interim dividend	(f)	212,343	1,102,060
Bonus share plan – interim dividend	(e)	95,495	-
Less: Transaction costs arising on share issue – DRP, BSP and SPP		-	(92,839)
Balance 31 March 2021		96,298,506	257,416,663

(c) Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company after repayment of preference capital in proportion to the number of and amounts paid on the shares held.

On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

(d) Non-redeemable preference shares

The 8% preference shares carry the right to cumulative dividends of 8.0 cents per share per annum, the repayment of face value in a winding up, are not redeemable and carry no further right to participate in profits. Preference shares are entitled to vote at shareholder meetings. There were no arrears of dividend at balance date.

(e) Bonus Share Plan

The Company has established a Bonus Share Plan, under which holders of ordinary shares may elect to relinquish their right to a dividend, and instead receive bonus shares of equivalent market value. Shares may be issued under the plan at a discount to the market price as specified by the Company from time to time.

(f) Dividend reinvestment plan

The Company has established a Dividend Reinvestment Plan under which holders of ordinary shares may elect to have all or part of their dividend entitlements satisfied by the issue of new ordinary shares rather than by being paid in cash. Shares may be issued under the plan at a discount to the market price as specified by the Company from time to time.

(g) Capital risk management

The Board's policy is to maintain an appropriate level of liquidity in the Company's shares.

The Company is not subject to any externally imposed capital requirements.

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

13. Reserves

	NOTES	2021 \$	2020 \$
MOVEMENTS:			
<i>Investment portfolio revaluation reserve</i>			
Opening balance		(615,817)	53,613,076
Net unrealised (losses)/gains on investments (excluding transfer)		107,811,665	(61,293,966)
Transfer to investment portfolio realised gains/losses reserve		(5,858,680)	(11,042,262)
Income tax on these items	5, 11	(33,222,201)	18,107,335
Balance 31 March		68,114,967	(615,817)
<i>Investment portfolio realised gains/losses reserve</i>			
Opening balance		82,526,277	82,041,677
Dividends paid from reserve		(1,958,388)	(10,557,662)
Transfer to investment portfolio revaluation reserve		5,858,680	11,042,262
Balance 31 March		86,426,569	82,526,277
Total		154,541,536	81,910,460

Nature and purpose of reserves

For a description of the nature and purpose of the reserves, refer to Note 23(f).

14. Dividends

	2021 \$	2020 \$
(a) Ordinary shares		
Final dividend – prior year (10.25 cents and 10.25 cents per fully paid ordinary share, fully franked based on tax paid at 30%, paid 12/06/2020 and 12/06/2019, respectively)	8,944,903	8,946,435
Interim dividend – current year (10.25 cents and 10.25 cents per fully paid ordinary share, fully franked based on tax paid at 30%, paid 11/12/2020 and 12/12/2019, respectively)	9,343,318	8,987,140
	18,288,221	17,933,575
(b) Non-redeemable participating preference shares		
Final dividend – prior year (4.0 cents per fully paid preference share, fully franked based on tax paid at 30%)	951	951
Interim dividend – current year (4.0 cents per fully paid preference share, fully franked based on tax paid at 30%)	951	951
	1,902	1,902
(c) Convertible Resetable Preference Shares		
Dividends on CRPS – six-monthly (201.25 cents per fully paid preference share, fully franked based on tax paid at 30%, paid 12/06/2020 and 11/12/2020 and payable 12/06/2020)	1,293,578	1,293,578
	1,293,578	1,293,578
Total dividends provided for or paid	19,583,701	19,229,055

	2021 \$
(d) Dividends not recognised at the end of the reporting period	
Since year end the Directors have approved the payment of a final dividend of 10.25 cents per fully paid ordinary share, 4.0 cents per fully paid 8% preference share and 201.25 cents per fully paid Convertible Resetable Preference Share, fully franked based on tax paid at 30%. The aggregate amount of the proposed dividend expected to be paid on 11 June 2021 out of retained earnings at 31 March 2021, but not recognised as a liability at year end, is:	9,871,548

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

14. Dividends (continued)

	2021 \$	2020 \$
(e) Dividend franking account		
Opening balance of franking account	18,080,711	18,504,802
Franking credits on dividends received	3,486,090	6,809,681
Tax paid during the year	53,428	823,990
Franking credits on dividends paid	(8,831,448)	(8,025,841)
Loss of franking credits under 45 day rule	(10,200)	(31,921)
Closing balance of franking credits	12,778,581	18,080,711
Impact on the franking account of dividends proposed or declared before the financial report was authorised for issue	4,507,859	(4,337,112)
	8,270,722	13,743,599

15. Key management personnel disclosures

(a) Key management personnel compensation

Detailed remuneration disclosures are provided in the remuneration report.

(b) Equity instrument disclosures relating to key management personnel

(i) Share holdings

The numbers of shares in the Company held during the financial year by each Director of Whitefield Limited and other key management personnel of the Company, including their personally related parties, are set out below. There were no shares granted during the reporting period as compensation.

2021	BALANCE AT THE START OF THE YEAR	NET MOVEMENT	OTHER CHANGES DURING THE YEAR	BALANCE AT THE END OF THE YEAR
Name				
<i>Directors of Whitefield Limited</i>				
Ordinary shares				
Angus J. Gluskie	17,657,654	20,691	-	17,678,345
William R. Seddon	85,382	-	-	85,382
Lance W. Jenkins	130,800	12,647	-	143,447
Mark A. Beardow	24,060	7,649	-	31,709
Jenelle B. Webster	5,000	10,000	-	15,000
	17,902,896	50,987	-	17,953,883
8% Preference shares				
Angus J. Gluskie	200	-	-	200
	200	-	-	200

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

15. Key management personnel disclosures (continued)

(b) Equity instrument disclosures relating to key management personnel (continued)

2020	BALANCE AT THE START OF THE YEAR	NET MOVEMENT	OTHER CHANGES DURING THE YEAR	BALANCE AT THE END OF THE YEAR
Name				
<i>Directors of Whitefield Limited</i>				
Ordinary shares				
Angus J. Gluskie	17,657,654	-	-	17,657,654
William R. Seddon	85,382	-	-	85,382
Lance W. Jenkins	91,538	39,262	-	130,800
Mark A. Beardow	23,108	952	-	24,060
Jenelle B. Webster	2,046	2,954	-	5,000
	17,859,728	43,168	-	17,902,896
8% Preference shares				
Angus J. Gluskie	200	-	-	200
	200	-	-	200

16. Remuneration of auditors

During the year the following fees were paid or payable for services provided by the auditor of the Company, its related practices and non-related audit firms:

(a) MNSA Pty Limited

	31 MARCH 2021 \$	31 MARCH 2020 \$
<i>Audit and other assurance services</i>		
Audit and review of financial statements	29,418	27,729
Total remuneration for audit and other assurance services	29,418	27,729

17. Contingencies

The Company had no contingent liabilities at 31 March 2021 (2020: nil).

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

18. Related party transactions

(a) Key management personnel

Disclosures relating to key management personnel are set out in Note 15.

(b) Transactions with other related parties

The following transactions occurred with related parties:

	31 MARCH 2021 \$	31 MARCH 2020 \$
Management fees paid or payable	1,397,188	1,508,628
	1,397,188	1,508,628

Management fees and system reimbursement costs represent fees paid to White Funds Management Pty Ltd out of which the costs of personnel, systems, premises and other operating overheads are paid. White Funds Management employs the Executive Directors, Company Secretary and other investment personnel. The Executive Directors are also shareholders of White Funds Management Pty Ltd.

(c) Outstanding balances

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

	2021 \$	2020 \$
Management fees payable (including GST)	127,488	239,537

(d) Terms and conditions

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties.

White Funds Management Pty Ltd is appointed as the Investment Manager for Whitefield under an Investment Management Agreement. The Investment Manager employs all of the executives involved in managing the investments and business of Whitefield. The Investment Manager is entitled to receive a monthly investment management fee of 0.02083% and an expense reimbursement levy of 0.0012% of the average market value of the Portfolio over the month.

19. Events occurring after the reporting period

Apart from the dividends declared after year end, and the ongoing uncertainty of outlook arising from the COVID pandemic, no other matter or circumstance has arisen since 31 March 2021 that has significantly affected, or may significantly affect, the operations of the Company, the results of those operations or the state of affairs of the Company in subsequent financial years.

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

20. Reconciliation of profit after income tax to net cash inflow from operating activities

	2021 \$	2020 \$
Profit for the year	9,817,521	17,660,984
Finance cost on Convertible Resetable Preference Shares	241,212	239,429
Change in operating assets and liabilities:		
(Increase)/decrease in trade and other receivables	(238,662)	1,254,667
(Increase)/decrease in other current assets	(572)	2,549
(Decrease)/increase in trade and other payables	(103,126)	136,912
(Decrease)/increase in deferred taxes	505,081	3,174,511
Net cash inflow from operating activities	10,221,454	22,469,052

21. Non-cash investing and financing activities

	2021 \$	2020 \$
Shareholder dividends reinvested	2,163,809	2,100,895
Shareholder dividends foregone via Bonus Share Plan	1,022,971	692,240
	3,186,780	2,793,135

22. Earnings per share

(a) Basic and diluted earnings per share

	2021 CENTS	2020 CENTS
From continuing operations attributable to the ordinary equity holders of the Company (excluding all net realised gains/losses on investments)	8.96	17.76
From continuing operations attributable to the ordinary equity holders of the Company (excluding all net realised gains/losses on investments and excluding gain on reset/conversion of Convertible Resetable Preference Shares)	8.96	17.76

Diluted earnings per share is the same as basic earnings per share. The Company has no securities outstanding which have the potential to convert to ordinary shares and dilute the basic earnings per share.

(b) Weighted average number of shares used as denominator

	2021 NUMBER	2020 NUMBER
Weighted average number of ordinary shares used as the denominator in calculating basic and diluted earnings per share	95,153,796	92,149,880

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

23. Summary of significant accounting policies

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial statements are for the entity Whitefield Limited.

(a) Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001*. Whitefield Limited is a for-profit entity for the purpose of preparing the financial statements.

The financial statements were authorised for issue by the directors on 19 May 2021.

(i) Compliance with IFRS

The financial statements of the Company also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

(ii) New and amended standards adopted by the Company

There are no standards, interpretations or amendments to existing standards that are effective for the first time for the financial year beginning 1 April 2020 that have a material impact on the amounts recognised in the prior periods or will affect the current or future periods.

(iii) Historical cost convention

These financial statements have been prepared under the accruals basis and are based on historical cost convention, as modified by the revaluation of financial assets at fair value through other comprehensive income.

(iv) New standards and interpretations not yet adopted

There are no standards that are not yet effective and that would be expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

(b) Revenue recognition

(i) Dividends and trust distributions

Dividends and trust distributions are recognised as revenue when the right to receive payment is established.

(ii) Interest income

Interest income is recognised using the effective interest method.

(c) Income tax

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantially enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss in the Statement of Comprehensive Income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

23. Summary of significant accounting policies (continued)

(d) Cash and cash equivalents

For the purpose of presentation in the Statement of Cash Flows, 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.

(e) Trade and other receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. Trade and other receivables are generally due for settlement within 30 days. They are presented as current assets unless collection is not expected for more than 12 months after the reporting date.

Collectability of trade and other receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off by reducing the carrying amount directly.

(f) Investments

Classification

(i) Financial assets at fair value through other comprehensive income

The Company has classified long-term investments as at "fair value through other comprehensive income". All realised and unrealised gains or losses on long-term investments and tax thereon are presented in other comprehensive income as part of the Statement of Comprehensive Income.

Recognition and derecognition

Purchases and sales of financial assets are recognised on trade-date – the date on which the Company commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

Subsequent changes in fair value are recognised through the investment portfolio revaluation reserve after deducting a provision for the potential deferred capital gains tax liability as these investments are long-term holding of equity investments.

When an investment is disposed of, the cumulative gain or loss, net of tax thereon, is transferred from the investment portfolio reserve/asset revaluation reserve to the realised gains/losses reserve.

Determination of fair value

AASB 13 defines fair value as 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 in the principal, or in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

Under AASB 13, if an investment has a bid price and an ask price, the price within the bid-ask spread that is more representative of fair value in the circumstances shall be used to measure fair value. Accordingly, the Company uses the last sale price as a basis of measuring fair value.

(g) Other financial liabilities

Convertible Resettable Preference Shares are classified as a compound financial instrument consisting of a financial liability and an equity for accounting purposes under Australian Accounting Standard AASB132 *Financial Instruments: Presentation*. The liability is initially recognised at fair value less transaction costs. After initial recognition, the liability is carried at amortised cost using the effective interest method.

In accordance with this Standard, a financial expense on the liability is brought to account which includes the amortisation of any difference between the original proceeds net of transaction costs and the settlement value of the obligation. Dividends on Convertible Resettable Preference Shares are recognised as an allocation of retained profit, and a provision for the dividend is brought to account in each period.

With the next reset date falling within 12 months, the Convertible Resettable Preference Share liability has been shown as a current, rather than non-current liability at the financial year end.

(h) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months from the reporting date. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Notes to the Financial Statements (continued)

For the year ended 31 March 2021

23. Summary of significant accounting policies (continued)

(i) Finance costs

Finance costs are recognised as expenses in the year in which they are incurred using the effective interest rate method.

Dividends on Convertible Resettable Preference Shares are recognised as an allocation of retained profit, and a provision for the dividend is brought to account in each period.

(j) Issued capital

Ordinary and 8% Non-Redeemable Preference Shares are classified as equity.

Preference shares which are redeemable or convertible for a specified consideration are classified as liabilities.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

(k) Dividends

Provision is made for the amount of any ordinary dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period. Provision is made for CRPS dividend based on the specified dividend rate at each month end.

(l) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company, excluding any costs of servicing equity other than ordinary shares, and
- by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year and excluding treasury shares.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

(m) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the taxation authority is included with other receivables or payables in the Statement of Financial Position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the taxation authority, are presented as operating cash flows.

(n) Functional and presentation currency

The functional and presentation currency of the Company is Australian dollars.

(o) Comparatives

Where necessary, comparative information has been reclassified to be consistent with current reporting period.

(p) Operating segments

The Company operated in Australia only and the principal activity is investment. The Company has only one reportable segment and in one industry being the securities industry, deriving revenue from dividend income, interest income and from the sale of its investment portfolio.

Director's declaration

In the Directors' opinion:

- (a) the financial statements and notes set out on pages 26 to 40 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements, and
 - (ii) giving a true and fair view of the entity's financial position as at 31 March 2021 and of its performance for the year ended on that date, and
- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Note 23(a) confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Directors have been given the declarations by the managing director and chief financial officer required by section 295A of the *Corporations Act 2001*.

This declaration is made in accordance with a resolution of Directors.



Angus J. Gluskie
DIRECTOR

Sydney
19 May 2021

Independent auditor's report

To the members of Whitefield Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Whitefield Limited (the Company), which comprises the statement of financial position as at 31 March 2021, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and the directors' declaration.

In our opinion:

- (a) the accompanying financial report of the Company is in accordance with the *Corporations Act 2001*, including:
 - i. giving a true and fair view of the Company's financial position as at 31 March 2021 and of its performance for the year then ended; and
 - ii. complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.
- (b) the financial report also complies with the *International Financial Reporting Standards* as disclosed in Note 23.

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 Company 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* (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 confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Whitefield Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

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

Independent auditor's report (continued)

To the members of Whitefield Limited

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

KEY AUDIT MATTER	HOW OUR AUDIT ADDRESSED THE KEY AUDIT MATTER
<p><i>Valuation and Existence of Investments</i></p> <p>The investment portfolio at 31 March 2021 comprised of listed equity investments of \$532 million (2020 \$372 million).</p> <p>We focused on the valuation and existence of investments as investments represent the principal element of the net asset value disclosed in the statement of financial position.</p>	<p>We tested the valuation of listed investments by vouching the share prices to external market information to ensure they are fairly stated.</p> <p>We agreed the existence of listed investments by confirming shareholdings with external sources and recalculation of dividends received.</p>
<p><i>Revenue from Investments</i></p> <p>ASAs presume there are risks of fraud in revenue recognition unless rebutted.</p> <p>We focused on the cut-off, accuracy and completeness of dividend revenue and dividend receivables.</p>	<p>We assessed the accounting policy for revenue recognition for compliance with the accounting standards and performed testing to ensure that revenue had been accounted for in accordance with the accounting policy.</p> <p>We found that the accounting policies implemented were in accordance with the accounting standards, and that revenue has been accounted for in accordance with the accounting policy.</p> <p>We tested the accuracy and completeness of dividend revenue by agreeing the dividends and distributions of investments to supporting documentation obtained from share registries and other external sources.</p> <p>We tested the cut-off of dividend revenue and dividend receivables by agreeing the dividend details of investments from external market information and ensured that dividends that were declared before, but payable after, the reporting date were recorded.</p>

There were no restrictions on our reporting of Key Audit Matters.

Independent auditor's report (continued)

To the members of Whitefield Limited

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 Company's annual report for the year ended 31 March 2021, 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.

Responsibility of the Directors for the Financial Report

The directors of the company 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 Note 23, the directors also state, in accordance with *Accounting Standard AASB 101: Presentation of Financial Statements*, the financial statements comply with *International Financial Reporting Standards*.

In preparing the financial report, the directors are responsible for assessing the ability of the Company 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 Company 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 the financial report.

As part of an audit in accordance with the *Australian Auditing Standards*, we exercise professional judgement 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- 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 Company'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 Company 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Company audit. We remain solely responsible for our audit opinion.

Independent auditor's report (continued)

To the members of Whitefield Limited

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, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period 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.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included within the Directors' report for the year ended 31 March 2021.

In our opinion the Remuneration Report of Whitefield Limited for the year ended 31 March 2021, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with *Australian Auditing Standards*.

MNSA Pty Ltd

Name of Firm: MNSA Pty Ltd

Name of Auditor: _____

Sam Danieli

Sam Danieli
DIRECTOR

Address: Level 1, 283 George Street, Sydney NSW 2000

Dated this: Dated this 19th of May 2021

Table of investment holdings

CODE	NAME	SHARES	MARKET VALUE	WHITEFIELD %
BANKS				
ANZ	Australia and New Zealand Banking Group Ltd	991,296	27,934,721	5.25%
BEN	Bendigo and Adelaide Bank Ltd	185,053	1,861,633	0.35%
BOQ	Bank of Queensland Ltd	206,344	1,784,876	0.34%
CBA	Commonwealth Bank of Australia	642,258	55,298,414	10.39%
NAB	National Australia Bank Ltd	1,148,340	29,856,840	5.61%
WBC	Westpac Banking Corp	1,260,299	30,763,889	5.78%
VUK	Virgin Money UK PLC	301,464	1,034,022	0.19%
			148,534,404	27.91%
COMMUNICATION SERVICES				
CAR	Carsales.Com Ltd	170,919	3,044,067	0.57%
CNU	Chorus Ltd	156,124	989,826	0.19%
DHG	Domain Holdings Australia Ltd	84,518	354,976	0.07%
NEC	Nine Entertainment Co Holdings Ltd	511,483	1,416,808	0.27%
NWS	News Corp	20,801	652,943	0.12%
REA	REA Group Ltd	30,362	4,303,510	0.81%
SEK	Seek Ltd	123,091	3,509,324	0.66%
SPK	Spark New Zealand Ltd	589,505	2,422,866	0.46%
TLS	Telstra Corporation Ltd	4,151,349	14,114,587	2.65%
TPG	TPG Telecom Ltd	130,180	824,039	0.15%
VOC	Vocus Group Ltd	216,863	1,181,903	0.22%
			32,814,850	6.17%
CONSUMER DISCRETIONARY				
ALL	Aristocrat Leisure Ltd	153,942	5,287,908	0.99%
APE	Eagers Automotive Ltd	60,160	841,037	0.16%
ARB	ARB Corp Ltd	26,340	907,413	0.17%
BAP	Bapcor Ltd	118,804	889,842	0.17%
BRG	Breville Group Ltd	32,921	888,867	0.17%
CKF	Collins Foods Ltd	321,591	3,347,762	0.63%
CTD	Corporate Travel Management Ltd	38,181	748,729	0.14%
CWN	Crown Resorts Ltd	124,933	1,469,212	0.28%
DMP	Domino's Pizza Enterprises Ltd	22,019	2,119,329	0.40%
FLT	Flight Centre Travel Group Ltd	152	2,734	0.00%
GEM	G8 Education Ltd	294,390	304,694	0.06%
GUD	GUD Holdings Ltd	32,015	374,255	0.07%
HVN	Harvey Norman Holdings Ltd	673,611	3,859,791	0.73%
IEL	IDP Education Ltd	58,205	1,389,935	0.26%
JBH	JB Hi-Fi Ltd	102,058	5,284,563	0.99%
KGN	Kogan.com Ltd	29,185	350,220	0.07%
PMV	Premier Investments Ltd	176,854	4,603,510	0.86%
SGR	Star Entertainment Group Ltd	299,728	1,135,969	0.21%
SUL	Super Retail Group Ltd	269,221	3,168,731	0.60%
TAH	Tabcorp Holdings Ltd	773,455	3,619,769	0.68%
WES	Wesfarmers Ltd	448,388	23,616,596	4.44%
			64,210,867	12.06%

Table of investment holdings (continued)

CODE	NAME	SHARES	MARKET VALUE	WHITEFIELD %
CONSUMER STAPLE				
A2M	A2 Milk Company Ltd	259,139	2,029,058	0.38%
BGA	Bega Cheese Ltd	105,015	673,195	0.13%
CCL	Coca-Cola Amatil Ltd	174,264	2,340,366	0.44%
COL2	Coles Group Ltd	600,048	9,606,768	1.80%
ELD	Elders Ltd	54,746	680,493	0.13%
GNC	Graincorp Ltd	79,096	415,254	0.08%
ING	Inghams Group Ltd	129,351	432,032	0.08%
MTS	Metcash Ltd	357,399	1,315,228	0.25%
TGR	Tassal Group Ltd	255	852	0.00%
TWE	Treasury Wine Estates Ltd	251,813	2,606,265	0.49%
WOW	Woolworths Group Ltd	485,419	19,839,075	3.73%
			39,938,586	7.50%
NON BANK FINANCIALS				
AMP	AMP Ltd	1,197,940	1,515,394	0.28%
ASX	ASX Ltd	67,696	4,809,801	0.90%
AUB	AUB Group Ltd	26,017	501,087	0.09%
CCP	Credit Corp Group Ltd	23,483	767,424	0.14%
CGF	Challenger Ltd	259	1,658	0.00%
IAG	Insurance Australia Group Ltd	335,478	1,570,037	0.29%
JHG	Janus Henderson Group PLC	13,324	546,817	0.10%
MFG	Magellan Financial Group Ltd	59,255	2,676,548	0.50%
MPL	Medibank Private Ltd	1,866,154	5,225,231	0.98%
MQG	Macquarie Group Ltd	104,142	15,916,022	2.99%
NHF	NIB Holdings Ltd	159,657	835,006	0.16%
NWL	Netwealth Group Ltd	30,635	412,960	0.08%
PDL	Pendal Group Ltd	100,773	655,025	0.12%
PPT	Perpetual Ltd	19,639	647,891	0.12%
PTM	Platinum Asset Management Ltd	686,214	3,431,070	0.04%
QBE	QBE Insurance Group Ltd	513,221	4,937,186	0.93%
SDF	Steadfast Group Ltd	303,003	1,154,441	0.22%
SUN	Suncorp Group Ltd	446,609	4,421,429	0.83%
			50,025,027	9.40%

Table of investment holdings (continued)

CODE	NAME	SHARES	MARKET VALUE	WHITEFIELD %
HEALTH CARE				
ANN	Ansell Ltd	103,861	4,075,506	0.77%
AVH	AVITA Medical Inc	315	1,597	0.00%
COH	Cochlear Ltd	10,873	2,293,877	0.43%
CSL	CSL Ltd	158,784	42,022,186	7.90%
CUV	Clinuvel Pharmaceuticals Ltd	14,774	399,932	0.08%
FPH	Fisher & Paykel Healthcare Corporation Ltd	44,028	1,293,983	0.24%
HLS	Healius Ltd	182,179	743,290	0.14%
NAN	Nanosonics Ltd	56,030	319,371	0.06%
PME	Pro Medicus Ltd	16,701	690,252	0.13%
RHC	Ramsay Health Care Ltd	36,589	2,451,463	0.46%
RMD	Resmed Inc	201,815	5,095,829	0.96%
SHL	Sonic Healthcare Ltd	263,419	9,243,373	1.74%
			68,630,958	12.89%
INDUSTRIALS				
ALQ	ALS Ltd	168,208	1,628,253	0.31%
ALX	Atlas Arteria Group	223,703	1,331,033	0.25%
ASB	Austal Ltd	113,790	254,890	0.05%
AZJ	Aurizon Holdings Ltd	1,278,580	4,986,462	0.94%
BIN	Bingo Industries Ltd	154,436	466,397	0.09%
BXB	Brambles Ltd	764,723	8,090,769	1.52%
CIM	CIMIC Group Ltd	25,003	439,803	0.08%
CWY	Cleanaway Waste Management Ltd	718,127	1,579,879	0.30%
DOW	Downer EDI Ltd	151	775	0.00%
GWA	GWA Group Ltd	91,860	262,720	0.05%
IPH	IPH Ltd	75,523	499,962	0.09%
MND	Monadelphous Group Ltd	32,987	343,065	0.06%
NWH	NRW Holdings Ltd	155,172	304,913	0.06%
QAN	Qantas Airways Ltd	657,749	3,347,942	0.63%
RWC	Reliance Worldwide Corporation Ltd	275,427	1,236,667	0.23%
SIQ	Smartgroup Corporation Ltd	46,886	296,788	0.06%
SSM	Service Stream Ltd	132,026	140,606	0.03%
SVW	Seven Group Holdings Ltd	46,287	1,043,772	0.20%
SYD	Sydney Airport Holdings Pty Ltd	941,321	5,826,777	1.09%
TCL	Transurban Group	732,412	9,755,728	1.83%
			41,837,203	7.86%

Table of investment holdings (continued)

CODE	NAME	SHARES	MARKET VALUE	WHITEFIELD %
INFORMATION TECHNOLOGY				
ALU	Altium Ltd	42,494	1,124,816	0.21%
APT	Afterpay Ltd	68,481	6,950,822	1.31%
APX	Appen Ltd	81	1,282	0.00%
BVS	Bravura Solutions Ltd	86,714	221,121	0.04%
CPU	Computershare Ltd	197,468	2,969,919	0.56%
IRE	Iress Ltd	67,240	617,263	0.12%
LNK	Link Administration Holdings Ltd	185,673	952,502	0.18%
NXT	NEXTDC Ltd	9,446	98,427	0.02%
TNE	TechnologyOne Ltd	335,635	3,134,831	0.59%
XRO	Xero Ltd	40,855	5,169,383	0.97%
			21,240,366	3.99%
MATERIALS				
AMC	Arcor PLC	306,331	4,714,434	0.89%
CSR	CSR Ltd	169,994	982,565	0.18%
FBU	Fletcher Building Ltd	119,481	770,652	0.14%
JHX	James Hardie Industries PLC	154,918	6,171,933	1.16%
NUF	Nufarm Ltd	212	1,126	0.00%
ORA	Orora Ltd	330,105	1,003,519	0.19%
ORI	Orica Ltd	14,578	203,363	0.04%
			13,847,593	2.60%
REAL ESTATE				
BWP	BWP Trust	171,421	677,113	0.13%
CHC	Charter Hall Group	162,887	2,097,985	0.39%
CIP	Centuria Industrial Reit	162,252	538,677	0.10%
CLW	Charter Hall Long WALE REIT	179,861	848,944	0.16%
CMW	Cromwell Property Group	652,660	538,445	0.10%
CQR	Charter Hall Retail REIT	721,110	2,769,062	0.52%
DXS	Dexus	380,385	3,708,754	0.70%
GMG	Goodman Group	586,569	10,628,630	2.00%
GOZ	Growthpoint Properties Australia Ltd	103,608	359,520	0.07%
GPT	GPT Group	680,549	3,130,525	0.59%
INA	Ingenia Communities Group	103,040	521,382	0.10%
LLC	LendLease Group	38,610	498,841	0.09%
MGR	Mirvac Group	1,372,887	3,432,218	0.64%
NSR	National Storage Reit	275	550	0.00%
SCG	Scentre Group	978,197	2,758,516	0.52%
SCP	Shopping Centres Australasia Property Group Re Ltd	377,558	947,671	0.18%
SGP	Stockland Corporation Ltd	834,730	3,672,812	0.69%
URW	Unibail-Rodamco-Westfield SE	73,669	394,129	0.07%
VCX	Vicinity Centres	1,342,2156	2,221,366	0.42%
VVPR	Waypoint REIT Ltd	272,846	684,843	0.13%
			40,429,982	7.60%

Table of investment holdings (continued)

CODE	NAME	SHARES	MARKET VALUE	WHITEFIELD %
UTILITIES				
AGL	AGL Energy Ltd	217,631	2,100,139	0.39%
APA	APA Group	611,723	6,129,464	1.15%
AST	AusNet Services Ltd	643,857	1,181,478	0.22%
SKI	Spark Infrastructure Group	608,699	1,320,877	0.25%
			10,731,958	2.02%
TOTAL			532,241,495	100.00%

Details of Shareholders

Distribution of Shareholdings

At 30 April 2021, 6,212 members held 96,298,506 ordinary shares in the Company, 22 members held 23,790, 8% Cumulative Preference shares in the Company and 433 members held 321,386 Convertible Resetttable Preference Shares in the Company. The twenty largest ordinary shareholdings were equivalent to 28.35% of the 96,298,506 ordinary shares issued, the twenty largest 8% preference shareholdings were equivalent to 99.15% of the total 23,790 preference shares issued and the twenty largest Convertible Resetttable Preference shareholdings were equivalent to 44.22% of the 321,386 Convertible Resetttable Preference Shares Issued. The distribution of shares was as follows:

NO. OF ORDINARY SHARES HELD	NO. OF ORDINARY SHAREHOLDERS	NO. OF PREFERENCE SHAREHOLDERS	NO. OF CONVERTIBLE RESETTABLE PREFERENCE SHARES
1 - 1,000	1,735	16	374
1,001 - 5,000	1,708	4	52
5,001 - 10,000	1,003	2	3
10,001- 100,000	1,668	0	4
100,001 and over	98	0	0
Total	6,212	22	433

Top Twenty Shareholders

The top twenty ordinary shareholders of Whitefield at 30 April 2021 were:

SHAREHOLDER	UNITS	% OF UNITS
1 SHANE CAROLYN GLUSKIE	11,069,729	11.50%
2 CAITHNESS NOMINEES PTY LTD	4,414,379	4.58%
3 FIDUCIO PTY LTD	2,135,100	2.22%
4 MERRAN K DUNLOP	1,015,352	1.05%
5 MRS MARGARET ELIZABETH DOBBIN	882,897	0.92%
6 NELROSE INVESTMENTS PTY LIMITED <NELROSE ACCOUNT>	673,244	0.70%
7 MR PAUL ERNEST KEARNES	671,974	0.70%
8 DRUMTOCHTY PTY LTD <JAMES BUTLER MED P/L S/F A/C>	613,928	0.64%
9 HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	611,874	0.64%
10 NELROSE PTY LTD <ILIFFE SUPER FUND A/C>	604,900	0.63%
11 DATAWEAVE SOLUTIONS PTY LTD <SIROD SUPERANNUATION FUND AC>	579,621	0.60%
12 PATTERSON CARRIERS PTY LTD	500,000	0.52%
13 PONT PTY	482,956	0.50%
14 MR PHILLIP JOHN HOLDEN	466,066	0.48%
15 NELROSE INVESTMENTS PTY LIMITED	465,829	0.48%
16 NEDLOHAEH PTY LTD	464,078	0.48%
17 RW & PM DAVIS SUPERANNUATION PTY LTD <RW & PM DAVIS S/F A/C>	461,136	0.48%
18 DAVID J ILIFFE	442,278	0.46%
19 DR STEVEN KOH	386,858	0.40%
20 MRS MARILYN FAITH BARCLAY + MR JOHN BARCLAY <ESPERANCE SUPER FUND A/C>	356,658	0.37%
Total Top 20 Shareholders	27,298,857	28.35%
Total Remaining Holders Balance	68,999,649	71.65%
Total Shares On Issue	96,298,506	100.00%

Details of Shareholders (continued)

Substantial Shareholders

Notice has been received of substantial shareholdings as follows:

SHAREHOLDER	ORDINARY SHARES	PREFERENCE SHARES
A.J.Gluskie, D.M.Gluskie, Fiducio Pty Ltd & Caithness Nominees Pty Ltd	17,678,345	200
S.C.Gluskie	15,470,314	200

The Corporations Law requires shares in which an associate has a relevant interest to be included in each declaration of interest and as a result shareholdings may be included in the declarations of several different shareholders.

Voting Rights

On a show of hands, every member present has one vote and upon a poll, every member present in person or by proxy has one vote for each share held.

For voting purposes there is no distinction between Ordinary and 8% Cumulative Preference shares.

Convertible Resettable Preference Share (WHFPB) holders are only entitled to vote on certain limited matters such as a proposal that affects the rights of WHFPB holders or for the disposal of the whole of the property, business and undertaking of Whitefield. However, this restriction on voting does not apply when a dividend is not paid in full on the WHFPB or during a winding up of the Company.

Other

Registered Office

The address of the registered office and principal place of business of the Company is:

Suite 16.01, Level 16, 68 Pitt Street
Sydney NSW 2000 Australia

Phone: (02) 8215 7900
Fax: (02) 8215 7901

Share Registry

Share registry functions are maintained by Computershare Investor Services Pty Ltd and their contact details are as follows:

Level 4, 60 Carrington Street
Sydney NSW 2000 Australia

Phone: 1300 850 505 (inside Australia)
(03) 9415 4000 (outside Australia)
Fax: (03) 9473 2500

Stock Exchange Listing

Quotation has been granted for all the ordinary shares of the Company on all Member Exchanges of the Australian Stock Exchange Limited (ASX).

Best Practice

The Company has followed all applicable corporate governance principles and recommendations set by ASX Corporate Governance Council during the reporting period.

Directory

Whitefield Ltd

ABN 50 000 012 895

Registered Office:

Level 16, 68 Pitt Street
Sydney NSW 2000 Australia

Phone: (02) 8215 7900

Fax: (02) 8215 7901

Share Registry:

Computershare Investor Services Pty Ltd
Level 4, 60 Carrington Street
Sydney NSW 2000 Australia

Phone: 1300 850 505 (inside Australia)

(03) 9415 4000 (outside Australia)

Fax: (03) 9473 2500

Directors:

Angus J. Gluskie, *Interim Chairman and Managing Director B.Ec, C.A.,
Graduate Diploma Applied Finance and Investment, F.Fin*

Lance Jenkins, *LLB, BCA (Vic), MBA (New York)*

Mark Beardow, *B.Ec, CFA, Graduate Diploma Applied Finance and
Investment, Cert Management MGSM*

Jenelle Webster, *B.Com, CA, Registered Company Auditor, IIAA, GIAA*

Will Seddon, *B.Ec, CFA, CAIA, SAFin*

Company Secretary:

Stuart A. Madeley, BA (hons), MBA.

Auditors:

MNSA Pty Limited
Level 1, 283 George Street
Sydney NSW 2000

Stock Exchange Listing:

Australian Securities Exchange

Other Information:

Whitefield Limited, incorporated and domiciled in Australia,
is a publicly listed company limited by shares.

Notes

Notes

_WHITEFIELD