

Notice of Annual General Meeting 2026



DXI | dexus



Date

Thursday, 19 November 2026

Time

10.00am (AEDT)

Where

Security holders can attend in person at:

Dexus Place
Level 15, 1 Farrer Place
Sydney NSW 2000

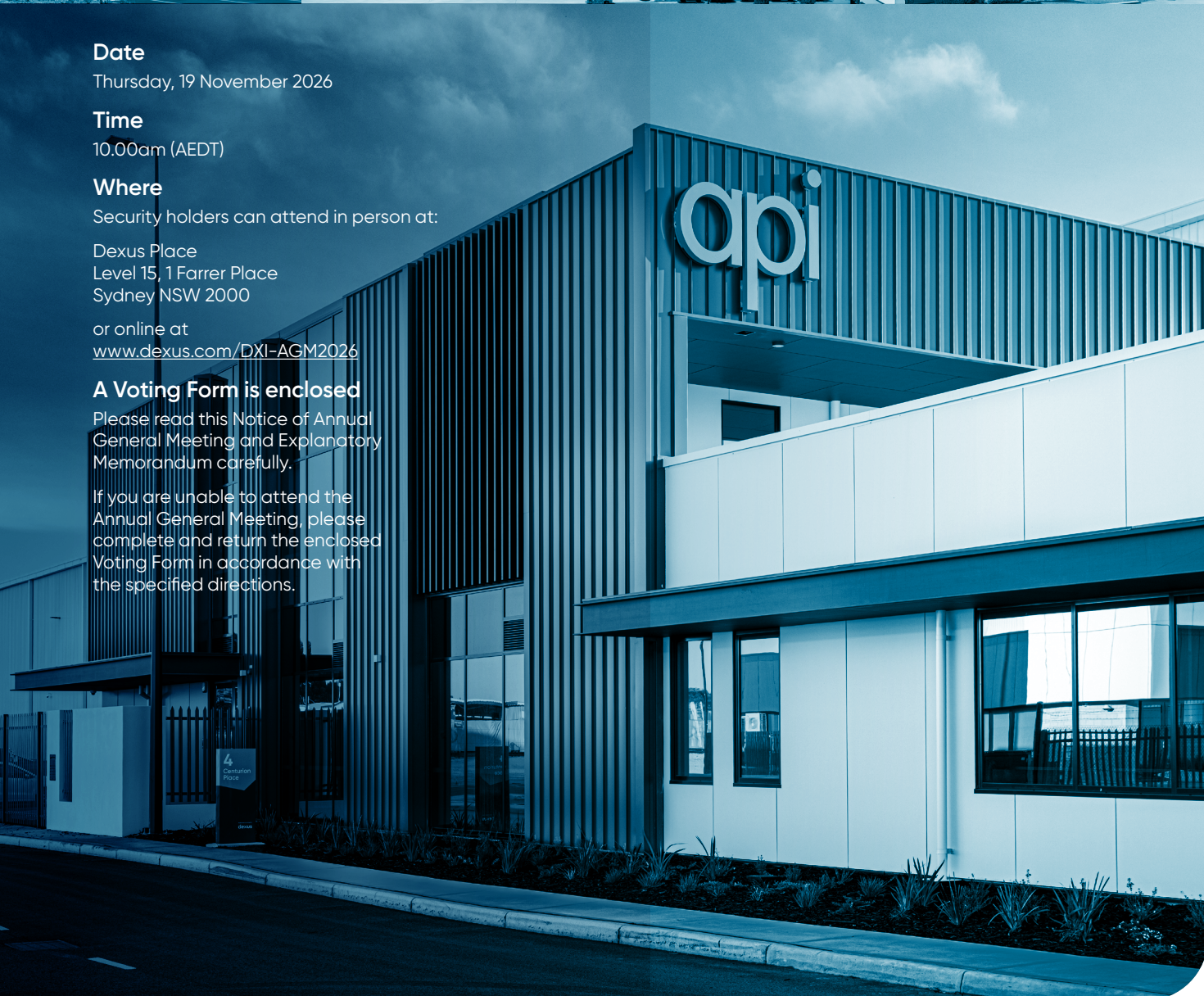
or online at

www.dexus.com/DXI-AGM2026

A Voting Form is enclosed

Please read this Notice of Annual General Meeting and Explanatory Memorandum carefully.

If you are unable to attend the Annual General Meeting, please complete and return the enclosed Voting Form in accordance with the specified directions.



Meeting information

Notice is given that the Annual General Meetings of Industria Trust No. 1, Industria Trust No. 2, Industria Trust No. 3 and Industria Trust No. 4 (together, the Trusts) and an Annual General Meeting of Industria Company No. 1 Ltd (Company) will be held concurrently on 19 November 2026, commencing at 10.00 am (Meeting).

In accordance with sections 249U(1) and 252S(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**), the Responsible Entity and the board of the Company intend to appoint Ms. Jennifer Horrigan to act as Chair of the Meeting.

We invite you to participate in the Meeting. The Meeting will be held as a hybrid meeting, which provides Security holders with the option to attend and participate in person or via an online AGM platform. Registration will open at 9.30am (AEDT) with the Meeting commencing at 10.00am (AEDT).

How to attend in person

Security holders can attend the Meeting in person which will be held at Dexus Place, Level 15, 1 Farrer Place, Sydney NSW 2000.

How to attend virtually

Dexus is using the MUFG Corporate Markets (AU) Limited (MUFG) online AGM platform to enable Security holders to attend the Meeting virtually. The link to the online platform is available at www.dexus.com/DXI-AGM2026.

To attend and participate in the Meeting virtually, you will need a desktop, laptop or mobile/tablet device with internet access. When you log onto the Meeting platform, you will need to provide your details (including SRN or HIN) to be verified as a Security holder or proxyholder.

Proxyholders will need their login details which will be provided by MUFG no later than 24 hours before the Meeting.

Online Meeting Guide

More information about how to use the online AGM platform (including how to vote, provide comments or ask questions via the 'web phone' facility or in writing during the Meeting) is provided in the Online Meeting Guide which is available to download at www.dexus.com/DXI-AGM2026. You can also contact MUFG on +61 1800 819 675.

We recommend you read this guide and the other information available on the website prior to the start of the Meeting.

Questions and comments

Security holders and proxyholders who attend the Meeting virtually will be able to ask questions or make a comment at the Meeting using the online AGM platform web phone facility.

Alternatively, you can submit questions or comments in writing at the start of the Meeting using the 'Ask a question or make a comment' facility on the online AGM platform. Please submit any questions or comments as early as you can during the Meeting to ensure they are received in time.

If you wish to submit questions or comments prior to the Meeting, please download the Question and Comments Form from www.dexus.com/DXI-AGM2026 and return it to MUFG by 10.00am (AEDT) on Thursday 12 November 2026.

If you are unable to participate in the Meeting on 19 November 2026, a recording will be available to view after the Meeting at www.dexus.com/DXI-AGM2026.

This Notice of Annual General Meeting is issued by Industria Company No. 1 Ltd (ACN 010 794 957) and Dexus Asset Management Limited (ACN 080 674 479) in its capacity as Responsible Entity for the Trusts.

Terms and abbreviations are defined in the Glossary at the end of this Notice of Annual General Meeting and Explanatory Memorandum.

For further information please refer to the Explanatory Memorandum which accompanies and forms part of this Notice of Annual General Meeting.

Business of the Meeting

The business to be considered at the Meeting is as follows:

To present the Financial Report:

To present the Directors' Report, Financial Statements and Independent Auditor's Report for the financial year ended 30 June 2026.

Resolutions:

Resolution 1: Adoption of the Company's Remuneration Report

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

'That the Remuneration Report for the financial year ended 30 June 2026 be adopted.'

The vote on this item is advisory only and does not bind the Directors or the Company.

Resolution 2: Re-election of Director – Jonathan Sweeney

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

'That Mr Jonathan Sweeney, who retires by rotation in accordance with clause 4.10(a) of the Company's constitution, and being eligible, be re-elected as a director of the Company effective from the conclusion of the Annual General Meeting.'

Resolution 3: Election of Executive Director – Michael Sheffield

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

'That Michael Sheffield, being a director who was appointed by the directors of the Company on 29 May 2026 in accordance with clause 4.6(b) of the

Company's constitution and whose appointment as a director expires at the conclusion of the Annual General Meeting of the Company and, being eligible, offers himself for election, be elected as a director of the Company.'

Resolution 4.1: Reinsertion of Industria Trust No. 1 proportional takeover provisions

To consider, and if thought fit, pass the following resolution as a special resolution of Industria Trust No. 1:

'That for the purposes of sections 601GC and 648G of the Corporations Act and for all other purposes, the proportional takeover provisions in clauses 5.29 to 5.34 of the Industria Trust No. 1 constitution be reinserted for a period of three years on the terms and conditions set out in the Explanatory Memorandum.'

Resolution 4.2: Reinsertion of Industria Trust No. 2 proportional takeover provisions

To consider, and if thought fit, pass the following resolution as a special resolution of Industria Trust No. 2:

'That for the purposes of sections 601GC and 648G of the Corporations Act and for all other purposes, the proportional takeover provisions in clauses 5.29 to 5.34 of the Industria Trust No. 2 constitution be reinserted for a period of three years on the terms and conditions set out in the Explanatory Memorandum.'

Resolution 4.3: Reinsertion of Industria Trust No. 3 proportional takeover provisions

To consider, and if thought fit, pass the following resolution as a special resolution of Industria Trust No. 3:

'That for the purposes of sections 601GC and 648G of the Corporations Act and for all other purposes, the proportional takeover provisions in clauses 4.10 to 4.15 of the Industria

Trust No. 3 constitution be reinserted for a period of three years on the terms and conditions set out in the Explanatory Memorandum.'

Resolution 4.4: Reinsertion of Industria Trust No. 4 proportional takeover provisions

To consider, and if thought fit, pass the following resolution as a special resolution of Industria Trust No. 4:

'That for the purposes of sections 601GC and 648G of the Corporations Act and for all other purposes, the proportional takeover provisions in clauses 4.10 to 4.15 of the Industria Trust No. 4 constitution be reinserted for a period of three years on the terms and conditions set out in the Explanatory Memorandum.'

Resolution 4.5: Reinsertion of Company proportional takeover provisions

To consider, and if thought fit, pass the following resolution as a special resolution of the Company:

'That for the purposes of sections 136 and 648G of the Corporations Act and for all other purposes, the proportional takeover provisions in clause 13 of the Company constitution be reinserted for a period of three years on the terms and conditions set out in the Explanatory Memorandum.'

Information on each of the resolutions is set out in the accompanying Explanatory Memorandum. You should also read the Procedural Notes which form part of this Notice of Annual General Meeting.

By Order of the Board



Jennifer Horrigan
Independent Chair, Dexu Asset Management Limited and Industria Company No. 1 Ltd

14 October 2026

Procedural Notes

Dexus Industria REIT is the collective name of the four Trusts (Industria Trust No. 1, Industria Trust No. 2, Industria Trust No. 3 and Industria Trust No. 4) and the Company (Industria Company No. 1 Ltd), and one unit in each Trust and one share in the Company together comprises a Security. As each Trust and Company is a separate entity, each may conduct a separate meeting.

The Chair of the Meeting has determined that each of the five meetings will be conducted concurrently so that, from an administrative and attendee point of view, the conduct of the meetings will be as if they were a single Meeting.

Quorum

The quorum necessary for the Meeting is at least two Security holders present in person (including using virtual meeting technology), by representative or by proxy holding or representing the holders of at least 10% of the Securities on issue unless the Trusts or Company has only one Security holder that may vote on the resolution, in which case that one Security holder constitutes a quorum. If a quorum is not present within 15 minutes after the scheduled time for the Meeting, the Meeting will be adjourned as the Responsible Entity or Director directs.

Voting at the Meeting

If you wish to vote in person physically at the Meeting, you should attend the Meeting on 19 November 2026.

Registration commences at 9.30am (AEDT) with the Meeting to commence at 10.00am (AEDT) at Dexus Place, Level 15, 1 Farrer Place, Sydney NSW 2000.

If you wish to vote online at the Meeting, you should attend the Meeting on 19 November 2026 via the link available at www.dexus.com/DXI-AGM2026.

To log in, you will need your security holder identifier (SRN or HIN) and postcode.

More information regarding online participation at the Meeting including how to vote and ask questions or make a comment is available in the Online Meeting Guide at www.dexus.com/DXI-AGM2026.

Voting before the Meeting

If you are unable to attend the Meeting in person (whether physically or virtually) you may cast a vote directly prior to the Meeting or you may appoint a proxy to attend the Meeting in your place.

If you appoint a proxy, the proxy does not need to be a Security holder. If you are entitled to cast two or more votes, then you may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If no proportion or number is specified, each proxy may exercise half of your votes.

To direct your vote before the Meeting or appoint a proxy, please complete the Voting Form and lodge it in one of the ways detailed as follows.

Lodgement of Voting Form

You may lodge your Voting Form in one of the following ways:

Online

au.investorcentre.mpms.mufig.com/Login
In accordance with the instructions provided on the website.

By mobile device

Scanning the QR code on the back of the Voting Form or enter the voting link au.investorcentre.mpms.mufig.com/Login into your mobile device. To scan the QR code you will need a QR code reader application which can be downloaded for free on your mobile device.

By mail

Dexus Industria REIT
C/- MUFG Corporate Markets (AU) Limited
Locked Bag A14
Sydney South NSW 1235

By hand*

MUFG Corporate Markets (AU) Limited
Parramatta Square
Level 22, Tower 6
10 Darcy Street
Parramatta NSW 2150

*During business hours Monday to Friday (9.00 am – 5.00 pm)

By fax

+61 2 9287 0309

To lodge your Voting Form online, you will need your Holder Identification Number (HIN) or Security Reference Number (SRN).

If a Voting Form is signed under power of attorney, it must be accompanied by the original power of attorney under which the Voting Form is signed, or a certified copy of that power of attorney.

In order to be effective, the Voting Form (and any accompanying documents) must be received by 10.00am (AEDT) Tuesday 17 November 2026.

Corporate representatives

A corporation that is a Security holder may appoint an individual to act as its representative and vote at the Meeting. The appointment must comply with section 250D and section 253B of the Corporations Act. The representative must provide evidence of their appointment including any authority under which it is signed and a 'Certificate of Appointment of Representative'.

A form of the certificate may be obtained from MUFG. It must be returned to MUFG so it is received no later than 10.00am (AEDT) on Tuesday 17 November 2026.

Joint holdings

If your Securities are jointly held, only one of the joint holders is entitled to vote. If both joint holders attend the Meeting through the online AGM platform, only the vote of the person whose name is first on the Register will be counted. In the case of joint holders, the Voting Form may be completed by any one holder.

Voting entitlement

Security holders registered as holders of Securities in Dexus Industria REIT (comprising units in the Trusts and shares in the Company) as at 7.00 pm (AEDT) on Tuesday 17 November 2026 will be entitled to attend and vote at the Meeting.

Majority required

Resolutions 1, 2, and 3 are ordinary resolutions and will be passed if more than 50% of the votes cast by Security holders present (in person or by representative or by proxy) and eligible to vote are cast in favour of each resolution.

Resolutions 4.1, 4.2, 4.3, 4.4 and 4.5 are special resolutions and will be passed if at least 75% of the votes cast by Security holders present (in person or by representative or by proxy) and eligible to vote are cast in favour of each resolution.

Poll

All Resolutions and any procedural matters arising during the Meeting will be decided on a poll:

- (a) in the case of a resolution of the Company, each shareholder has one vote for each share held in the Company; and
- (b) in the case of a resolution of the Trusts, each unit holder has one vote for each \$1.00 of the value of the Security held in the Trusts.

Explanatory Memorandum

Voting exclusion

In accordance with section 253E of the Corporations Act, the Responsible Entity and its Associates are not entitled to vote on a resolution if they have an interest in the resolution other than as a Security holder. The Responsible Entity and its Associates may still vote as proxies, if their appointments specify the way they are to vote, and they vote that way.

Certain persons are not entitled to vote on Resolution 1. Refer to the voting exclusions in the Explanatory Memorandum for further information.

How the Chair will vote undirected proxies

In accordance with the instructions on your Voting Form, if you vote by proxy, the Chair is your proxy and you do not direct the Chair how to vote, you will be taken to have directed the Chair to vote as the Chair sees fit on all Resolutions, including Resolution 1 notwithstanding that this Resolution is connected with the remuneration of members of Key Management Personnel (KMP), details of whose remuneration are included in the Remuneration Report. The Chair intends to vote undirected proxies in favour of all Resolutions. Dexu Industria REIT asks all Security holders who submit proxies to direct their proxy on how to vote on each Resolution.

Enquiries

If you have any questions about the resolutions, attending the Meeting, how to vote on the Resolutions or completing the Voting Form, please contact MUFG on +61 1800 819 675 Monday to Friday between 8.30am and 5.30pm (Sydney time) or consult your financial or other professional advisor.

Issued by Dexu Asset Management Limited (ACN 080 674 479, AFSL 237500) as the Responsible Entity of the Trusts and Industria Company No. 1 Ltd (ACN 010 794 957).

This Explanatory Memorandum provides information relating to the resolutions contained in the Notice of Annual General Meeting to be put to the Meeting.

Resolutions

Resolution 1: Adoption of the Company's Remuneration Report

Dexu Industria REIT (DXI) comprises four listed Trusts and the listed Company, Industria Company No. 1 Ltd. All entities are externally managed, have no employees and the directors of both the Company and the responsible entity of the Trusts do not receive remuneration out of the assets of DXI. Rather, the directors of DXI and Ross Du Vernet, as Chief Executive Officer (**CEO**) of the Responsible Entity, are compensated by Dexu.

Despite this fact, as a technical matter under the Corporations Act, the Company needs to produce a remuneration report and put the adoption of that report to its members at the Company's Annual General Meeting. This requirement does not apply to the Trusts nor the responsible entity of the Trusts.

To facilitate this technical requirement, the Company included a Remuneration Report in its 2026 Annual Report on page 3. As described in that report, no remuneration is paid by the Company to any of its KMP and the Remuneration Report is included below.

The purpose of Resolution 1 is to adopt the Remuneration Report for the financial year ended 30 June 2026. The vote on Resolution 1 is advisory only and does not bind the Company or its directors. However, the board of the Company will consider and take into account the outcome of the vote and feedback from Security holders when reviewing its remuneration policies.

Remuneration report

No remuneration or director fees are paid out of the assets of any of the entities that comprise IC1.

Further, there are no employees of IC1. The Independent Directors receive director fees from the Dexu Group. Ms Melaine Bourke (and Mr Brett Cameron as Ms Bourke's Alternate up until 29 May 2026) and Mr Michael Sheffield (and Mr Brett Cameron as Mr Sheffield's Alternate effective 29 May 2026) receive remuneration as employees of Dexu Group. Please refer to the Remuneration Report included in the 2026 Dexu Annual Report which is available on the website www.dexu.com.

There are no other key management personnel for IC1. The remuneration for the Directors is set out below:

Directors

Jennifer Horrigan	Nil paid by IC1
Danielle Carter	Nil paid by IC1
Emily Smith	Nil paid by IC1
Jonathan Sweeney	Nil paid by IC1
Michael Sheffield ¹	Nil paid by IC1
Brett Cameron – Alternate Director ²	Nil paid by IC1
Melaine Bourke ³	Nil paid by IC1

1. Appointed as Executive Director of the DXAM and IC1 Boards effective 29 May 2026.
2. Ceased as alternate director for Melaine Bourke and appointed as alternate director for Michael Sheffield on 29 May 2026.
3. Resigned as Executive Director of DXAM and IC1 Boards effective 29 May 2026.

This report has been prepared and audited in accordance with section 308(3C) of the *Corporations Act 2001*.

Voting exclusions

In accordance with section 250R of the Corporations Act, a vote must not be cast (in any capacity) on Resolution 1 by or on behalf of a member of the KMP, details of whose remuneration are included in the Company's Remuneration Report, and their closely related parties. In addition, a vote must not be cast on Resolution 1 by a member of the KMP, or a closely related party of a KMP, acting as proxy for a person entitled to vote. However, such a person described above may cast a vote on Resolution 1 if:

- The voter is appointed as a proxy in writing, and that appointment specifies how the proxy is to vote on Resolution 1; or
- The voter is the Chair of the Meeting, and the proxy appointment does not specify the way the proxy is to vote and expressly authorises the Chair to exercise the proxy even if the Resolution is connected directly or indirectly with the remuneration of a member of the KMP.

Recommendation

The board of the Company recommends that Security holders vote in favour of Resolution 1.

Explanatory Memorandum continued

Resolution 2: Re-election of Director – Jonathan Sweeney

Jonathan Sweeney will resign as a director of the Company in accordance with clause 4.10(a) of the Company's constitution and, being eligible, offers himself for re-election. The following information has been provided by Jonathan in support of his re-election as a director.

Jonathan was appointed an Independent Director in 2022 and is a Member of the Audit, Risk and Compliance Committee.

Mr Sweeney has over 35 years' experience in the investment management, fiduciary, real estate and financial services sectors having held senior executive roles at Folkestone and the Trust Company Limited.

Mr Sweeney is Chair of the Funds Board within the BT Financial Group, and Chair of Perpetual Private's Investment Committee and a member of the Noongar Boodja Trust's Investment Committee.

Jonathan's previous roles include Director of EP&T Global (ASX: EPX), 8IP Emerging Companies Limited (ASX: 8EC), Velocity Rewards Pty Limited, Tennis NSW, and Easton Investments (ASX: EAS).

Jonathan holds a Bachelor of Commerce and Laws from the University of NSW, is an ASIP designation holder and Regular Member of CFA Institute, and has completed the AICD Company Directors Course as well as the Stanford Executive Program.

Recommendation

The board of the Company (with Jonathan Sweeney abstaining) has assessed the independence of Jonathan Sweeney and considers him to be an independent director. The board of the Company recommends that Security holders vote in favour of Resolution 2.

Resolution 3: Election of Executive Director – Michael Sheffield

Michael will resign as a director of the Company in accordance with clause 4.6(b) of the Company's constitution and, being eligible, offers himself for election. The following information has been provided by Michael in support of his election as a director.

Michael was appointed an Executive Director on 29 May 2026.

Michael is Executive General Manager, Funds Management at Dexus, where he is responsible for a platform of listed and unlisted real estate and infrastructure funds. He has more than 30 years' experience across funds management, investment banking and corporate finance, together with a number of board and responsible entity directorships.

Michael has been with Dexus for 12 years and previously held senior positions at Commonwealth Bank, Investa, Colonial First State and Lendlease.

Michael is a Certified Practising Accountant, holds a Master of Business Administration from Macquarie University and is a graduate member of the Australian Institute of Company Directors.

Recommendation

The board of the Company (with Michael Sheffield abstaining) recommends that Security holders vote in favour of Resolution 3.

Resolutions 4.1, 4.2, 4.3, 4.4 and 4.5: Reinsertion of proportional takeover provisions

The constitution of the Company and the constitution for each Trust all contain provisions dealing with proportional takeover bids for securities in the Company and the Trusts in accordance with the Corporations Act (more specifically, clause 13 of the Company's constitution, clauses 5.29 to 5.34 of the Industria Trust No. 1 constitution, clauses 5.29 to 5.34 of the Industria Trust No. 2 constitution, clauses 4.10 to 4.15 of the Industria Trust No. 3 constitution and clauses 4.10 to 4.15 of the Industria Trust No. 4 constitution (collectively, the **DXI Proportional Takeover Provisions**)).

Under the Corporations Act and the Dexus Industria REIT constitutions, the provisions must be renewed or reinserted every three years or they will cease to have effect. The current provisions will expire on 23 November 2026 (as approval was last obtained at the 2023 annual general meeting on 23 November 2023, approximately three years before the date of the Meetings) and, accordingly, it is proposed to reinsert them as part of the Meeting with effect from the date of the Meeting.

If reinserted, the DXI Proportional Takeover Provisions will operate on the same basis as the constitutional provisions existing prior to the expiry of those provisions in November 2026, for a period of three years from the date of the Meeting.

The Corporations Act requires that the following information be provided to Security holders when they are considering the renewal or reinsertion of proportional takeover provisions in a constitution.

What is a proportional takeover bid?

A proportional takeover bid involves the bidder offering to buy a proportion only of each Security holder's securities in Dexus Industria REIT. This means that if a proportional takeover bid were to proceed, control of Dexus Industria REIT may pass without members having the chance to sell all of their Securities to the bidder. It also means the bidder may take control of Dexus Industria REIT without paying an adequate amount for gaining control. In order to deal with this possibility, the Company and each Trust may provide in its constitution that:

- In the event of a proportional takeover bid being made for securities in Dexus Industria REIT, Security holders are required to vote by ordinary resolution and collectively decide whether to accept or reject the offer; and
- The majority decision of the Dexus Industria REIT Security holders will be binding on all individual Security holders.

What is the effect of the proportional takeover approval provisions?

If a proportional takeover bid is made, the Directors must ensure that Security holders vote on a resolution to approve the bid more than 14 days before the bid period closes. The vote is decided by a simple majority. Each person who, as at the end of the day on which the first offer under the bid was made, held bid class securities is entitled to vote. However, the bidder and their associates are not allowed to vote. If the resolution is not passed, transfers which would have resulted from the acceptance of a bid will not be registered and the bid will be taken to have been withdrawn. If the bid is approved (or taken to have been approved), the transfers must be registered if they comply with the Corporations Act and the constitutions of the Company and each of the Trusts.

The bid will be taken to have been approved if the resolution is not voted on within the deadline specified under the Corporations Act. However, the Directors will breach the Corporations Act if they fail to ensure the resolution is voted on.

The proportional takeover provisions do not apply to full takeover bids, and only apply for three years after the date they are renewed or reinserted. The provisions may be renewed, upon the expiry of the three year period, but only by a special resolution passed by Security holders.

Glossary

Reasons for proposing these resolutions

The Directors consider that Security holders should be able to vote on whether a proportional takeover bid ought to proceed given such a bid might otherwise allow control of Dexu Industria REIT to change without Security holders being given the opportunity to dispose of all of their stapled securities for a satisfactory control premium. The Directors also believe that the right to vote on a proportional takeover bid may avoid Security holders feeling pressure to accept the bid even if they do not want it to succeed.

Importantly, if the proportional takeover approval provisions in the constitutions are not reinserted, they will not have effect and Security holder approval of any proportional takeover bid will not be required. This means that you, as Security holders, will not be able to prevent a proportional takeover bid from proceeding in circumstances where you believe that control of Dexu Industria REIT should not be permitted to pass under the bid.

Potential advantages and disadvantages

While the reinsertion of the DXI Proportional Takeover Provisions will allow the Directors to ascertain Security holders' views on a proportional takeover bid, it does not otherwise offer any advantage or disadvantage to the Directors (in their capacity as directors) who remain free to make their own recommendation as to whether a bid should be accepted.

The potential advantages of the proportional takeover approval provisions for Security holders are:

- The provisions provide Security holders with an opportunity to prevent control of DXI changing without Security holders being given the opportunity to dispose of their stapled securities for a satisfactory control premium
- The provisions ensure that all Security holders have an opportunity to study a proportional takeover bid proposal and vote on the bid at a general meeting
- The provisions are likely to ensure a potential bidder structures its offer in a way which is attractive to a majority of Security holders, including appropriate pricing
- The provisions may help Security holders to avoid being locked in as a minority
- The provisions may increase the bargaining power of Security holders, which may assist in ensuring that any proportional offer is adequately priced

- Knowing the view of the majority of Security holders may help individual Security holders assess the likely outcome of the proportional takeover when determining whether to accept or reject the offer.

The potential disadvantages of the proportional takeover approval provisions for Security holders are:

- The inclusion of such provisions may discourage proportional takeover bids
- Security holders may lose an opportunity of selling Securities at a premium
- The chance of a proportional takeover bid being successful may be reduced
- The inclusion of such provisions may also be considered to constitute an unwarranted additional restriction of the ability of Security holders to freely deal with their Securities.

The Directors consider that the potential advantages for Security holders of the proportional takeover approval provisions outweigh the potential disadvantages.

No knowledge of present acquisition proposals

As at the date on which this statement was prepared, no Director is aware of any proposal by any person to acquire, or to increase the extent of, a substantial interest in the Company or any Trust.

Review of proportional takeover provisions

As at the date on which this statement was prepared, no takeover bids for Dexu Industria REIT have been made, either proportional or otherwise, since 23 November 2023 (being the date the DXI Proportional Takeover Provisions were last renewed). Accordingly, there are no actual examples against which to assess the advantages or disadvantages of the proportional takeover provisions for the Directors and Security holders. The Directors are not aware of any potential takeover bid that was discouraged by the DXI Proportional Takeover Provisions.

Recommendation

The Directors recommend that Security holders vote in favour of Resolutions 4.1, 4.2, 4.3, 4.4 and 4.5.

\$

means Australian dollars.

ASX

means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX Limited.

Company

means Industria Company No. 1 Ltd (ACN 010 794 957).

Corporations Act

means *Corporations Act 2001* (Cth).

DXI or Dexu Industria REIT

means the stapled group comprising the Company and the Trusts.

Explanatory Memorandum

means the explanatory memorandum included in this Notice of Annual General Meeting.

KMP

means Key Management Personnel.

MUFG

means MUFG Corporate Markets (AU) Limited (ACN 083 214 537).

Meeting

means the Annual General Meetings of the Trusts and Annual General Meeting of the Company convened by this Notice of Annual General Meeting.

Notice of Annual General Meeting

means this Notice of Annual General Meeting dated 14 October 2026.

Responsible Entity

means Dexu Asset Management Limited (ACN 080 674 479).

Security

means a stapled Security in Dexu Industria REIT.

Security holder

means a holder of Securities.

Trusts

means each of Industria Trust No. 1 (ARSN 125 862 875), Industria Trust No. 2 (ARSN 125 862 491), Industria Trust No. 3 (ARSN 166 150 938) and Industria Trust No. 4 (ARSN 166 163 186).

Voting Form

means the Voting Form accompanying this Notice of Annual General Meeting.

> Directory

Industria Trust No. 1 (ARSN 125 862 875)
Industria Trust No. 2 (ARSN 125 862 491)
Industria Trust No. 3 (ARSN 166 150 938)
Industria Trust No. 4 (ARSN 166 163 186)
Industria Company No. 1 Ltd
(ACN 010 794 957)

Responsible Entity

Dexus Asset Management Limited
ACN 080 674 479
AFSL 237500

Registered office

Level 30, 50 Bridge Street
Sydney NSW 2000

Phone

+61 2 9017 1100

Email

ir@dexus.com

Website

www.dexus.com

Directors of the Responsible Entity

Jennifer Horrigan, Independent Chair
Emily Smith, Independent Director
Danielle Carter, Independent Director
Jonathan Sweeney, Independent Director
Michael Sheffield, Executive Director
Brett Cameron, Alternate Director
for Michael Sheffield

Secretaries of the Responsible Entity

Brett Cameron
Scott Mahony

Investor Enquiries

Phone

+61 1800 819 675

Investor Relations

+61 2 9017 1330

Email

dexus@cm.mpms.mufig.com

Website

www.dexus.com

For enquiries regarding your holding
please contact the Security Registry,
or access your Security holding at
[au.investorcentre.mpms.mufig.com/](http://au.investorcentre.mpms.mufig.com/Login)
[Login](#)

Security Registry

MUFG Corporate Markets AU Limited
Level 41, 161 Castlereagh Street
Sydney NSW 2000

Locked Bag A14
Sydney South NSW 1235

Phone

+61 1800 819 675

Fax

+61 2 9287 0309

Email

dexus@cm.mpms.mufig.com

Website

www.mpms.mufig.com

Monday to Friday between 8.30 am
and 5.30 pm (Sydney time)

Stock Exchange Listing

Dexus Industria REIT stapled securities
are listed on the Australian Securities
Exchange (ASX: DXI)