



ASX Announcement

10 June 2020

Advice to Shareholders regarding the General Meeting

BBX Minerals Limited (**BBX** or **the Company**) has scheduled a General Meeting of Shareholders at 2.30pm (WST) on Friday, 17 July 2020 (**Meeting**) at Level 1, 50 Angove Street, North Perth WA 6006

In light of the ongoing guidance around social gathering and physical distancing measures currently in existence in response to the COVID-19 situation, the Directors **strongly encourage all Shareholders to submit their directed proxy form prior to the Meeting.**

Temporary modifications have been made to the Corporations Act under the Corporations (Coronavirus Economic Response) Determination (No. 1) 2020. These modifications provide relief to the Company having to dispatch physical copies of the Notice of Meeting and allow the Notice and other information regarding the Meeting, to be provided online for viewing and downloading.

The Notice of Meeting can be viewed and downloaded from the Company's website at <https://www.bbxminerals.com/investor-relations/asx-releases/>

The business of this Meeting affects your shareholding and it is important all Shareholders vote. Shareholders can vote by attending the Meeting in person. The Company will be abiding by the mandated distancing measures even in the event of the lifting of restrictions.

Therefore, the Directors preference is for all Shareholders to lodge a directed proxy form in advance of the Meeting. A personalised proxy form is **attached** for Shareholders' convenience which is to be completed and returned not less than 48 hours before the 17 July 2020 Meeting.

Proxy forms can be returned as follows:

post to:

Automic
GPO Box 5193
Sydney NSW 2001

email to:

meetings@automicgroup.com.au

online at:

<https://investor.automic.com.au/#/loginsah>

This announcement has been authorised by the Board of BBX Minerals Ltd

A handwritten signature in black ink that reads 'André Douchane'.

André Douchane

CEO

+1 520 8507529

adouchane@bbxminerals.com

About BBX Minerals Ltd

BBX Minerals Limited is a mineral exploration and technology company listed on the Australian Securities Exchange. Its major focus is Brazil, mainly in the southern Amazon, a region BBX believes is vastly underexplored with high potential for the discovery of world class gold and precious metal deposits.

BBX's key assets are the Juma East, Três Estados and Ema Gold Projects in the Apuí region, Amazonas State. The Company has 37km² of exploration tenements within the Colider Group, a prospective geological environment for gold, PGM and base metal deposits. The region is under-explored and has the potential to provide BBX with a pipeline of high-growth, greenfields precious metal discoveries

BBX Minerals Ltd.

ASX: BBX
www.bbxminerals.com.au

Issued Capital

417.34 million shares
3.45 million options
6.0 million performance rights

Registered Office

Level 1 9 Bowman
Street
South Perth WA

T. +61 8 9364 2387

F. +61 8 9217 2401

Brazilian Office

Av Jornalista Riccardo Marinho
360 Ed Cosmopolitana Sala
Barra da Tijuca
Rio de Janeiro

T. +55 21 2439 5700

Directors

André Douchane
Jeff McKenzie
Michael Schmulian
Will Dix

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Holder Number:

Vote by Proxy: BBX

Your proxy voting instruction must be received by **2.30pm (WST) on Wednesday, 15 July 2020** being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY VOTE ONLINE

Vote online at <https://investor.automic.com.au/#/loginsah>



Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting form.

- ✓ **Save Money:** help minimise unnecessary print and mail costs for the Company.
- ✓ **It's Quick and Secure:** provides you with greater privacy, eliminates any postal delays and the risk of potentially getting lost in transit.
- ✓ **Receive Vote Confirmation:** instant confirmation that your vote has been processed. It also allows you to amend your vote if required.

SUBMIT YOUR PROXY VOTE BY PAPER

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

VOTING UNDER STEP 1 - APPOINTING A PROXY

If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chairman of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of KMP.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided

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

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

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automic.com.au>.





ATTENDING THE MEETING

Completion of a Proxy Voting Form will not prevent individual Shareholders from attending the Meeting in person if they wish. Where a Shareholder completes and lodges a valid Proxy Voting Form and attends the Meeting in person, then the proxy's authority to speak and vote for that Shareholder is suspended while the Shareholder is present at the Meeting.

POWER OF ATTORNEY

If a representative as power of attorney of a Shareholder of the Company is to attend the Meeting, a certified copy of the Power of Attorney, or the original Power of Attorney, must be received by the Company in the same manner, and by the same time as outlined for proxy forms.



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|---------|--|---|---|--|
| Contact | Return your completed form | | All enquiries to Automic | |
| |  BY MAIL Automic GPO Box 5193 Sydney NSW 2001 |  IN PERSON Automic Level 5, 126 Phillip Street Sydney NSW 2000 |  BY EMAIL meetings@automicgroup.com.au | |
| | | |  PHONE 1300 288 664 (Within Australia) +61 2 9698 5414 (Overseas) | |

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|----------------------------|--|
| STEP 1: Appoint Your Proxy | Complete and return this form as instructed only if you do not vote online |
| | <p>I/We being a Shareholder entitled to attend and vote at the General Meeting of BBX Minerals Ltd, to be held at 2.30pm (WST) on Friday, 17 July 2020 at Level 1, 50 Angove Street, North Perth WA 6006 hereby:</p> <p>Appoint the Chairman of the Meeting (Chair) OR if you are not appointing the Chairman of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.</p> <div style="border: 1px solid black; height: 20px; width: 100%;"></div> <p>The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote. Unless indicated otherwise by ticking the "for," against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.</p> |

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|-------------------------------|--|--------------------------|--------------------------|--------------------------|
| STEP 2: Your Voting Direction | Resolutions | For | Against | Abstain |
| | 1. Approval to Issue Convertible Security | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | <p><i>Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.</i></p> | | | |

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|--|---|--|---|
| STEP 3: Sign Here + Contact Details | SIGNATURE OF SECURITYHOLDERS – THIS MUST BE COMPLETED | | |
| | Individual or Securityholder 1 | Securityholder 2 | Securityholder 3 |
| | <div style="border: 1px solid black; height: 30px; width: 100%;"></div> | <div style="border: 1px solid black; height: 30px; width: 100%;"></div> | <div style="border: 1px solid black; height: 30px; width: 100%;"></div> |
| | Sole Director and Sole Company Secretary | Director | Director / Company Secretary |
| | Contact Name: | | |
| | <div style="border: 1px solid black; height: 20px; width: 100%;"></div> | | |
| Email Address: | | | |
| <div style="border: 1px solid black; height: 20px; width: 100%;"></div> | | | |
| Contact Daytime Telephone | | Date (DD/MM/YY) | |
| <div style="border: 1px solid black; height: 20px; width: 100%;"></div> | | <div style="border: 1px solid black; display: inline-block; width: 20px; height: 20px;"></div> / <div style="border: 1px solid black; display: inline-block; width: 20px; height: 20px;"></div> / <div style="border: 1px solid black; display: inline-block; width: 20px; height: 20px;"></div> | |
| By providing your email address, you elect to receive all of your communications despatched by the Company electronically (where legally permissible). | | | |

