

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme

BBX MINERALS LTD

ACN/ARSN

LEVEL 1/35 HAVELOCK ST. WEST PERTH 6005

1. Details of substantial holder(s)

Name

MR ANDREW J 160<ADE SUPER FUND>

ACN/ARSN (if applicable)

ABN 26 364 287 149

There was a change in the interests of the substantial holder on

23/6/2017

The previous notice was given to the company on

7/3/2017

The previous notice was dated

7/3/2017

2. Previous and present voting power

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

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
<u>ORDINARY SHARES</u>	<u>19M</u>	<u>19M</u>	<u>32M</u>	<u>9.61</u>

3. Changes in relevant interests

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

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
<u>23/6/17</u>	<u>ADE SUPER FUND</u>	<u>ON MARKET BUY</u>	<u>\$430,225.05</u>	<u>7M</u>	<u>26M</u>
<u>20/6/17</u>	<u>AS160 (PEAS)</u>	<u>ON MARKET BUY</u>	<u>\$861,062.42</u>	<u>6M</u>	<u>6M</u>
	<u>TOTAL</u>				<u>32M</u>

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
<u>AS140</u>	<u>ADE SUPER FUND</u>	<u>AS160</u>	<u>SUPER FUND</u>	<u>26M</u>	
<u>AS160</u>	<u>PERSONAL AC</u>	<u>AS160</u>	<u>PERSONAL</u>	<u>6M</u>	
			<u>TOTAL VOTES =</u>		<u>32M.</u>

BBX Minerals Level 1 / 35 Havelock Street West Perth WA 6005

Annexure to ASX Form 604 26 June 2017.

Please note whilst the shares in BBX are held in the ADE Super Fund: 26,000,000 Ordinary shares.

I also have a personal holding of BBX of an additional 6,000,000 making a total of **32,000,000** shares.

With Andrew John Igo as trustee for the ADE Super Fund and also as the personal shareholder in essence the total voting rights for both entities belongs to: **MR Andrew John Igo.**

Whilst for tax and other ownership reasons these are two separate shareholdings I wish to make it clear that the entire voting rights for the whole amount (32M) are indeed held by myself:

MR Andrew John Igo. Hopefully this will avoid any confusion in the future.

Purchase details listed below.

BBX Minerals Shares purchased since initial form 603 lodged: <ADE Super Fund>

07/03/2017 Total then 19,000,000

Date	Entity	Qty	Unit Price	Cost	Total Cost
13/03/17	BBX Min	1 M			\$62,178.17
29/03/17	BBX Min	300,000	0.0695	20,964.00	
07/04/17*	BBX Min	4,464,286	0.056	250,000.00	
11/04/17	BBX Min	35,714	0.065	2,486.05	
12/04/17	BBX Min	200,000	0.07	14,068.83	
Sub total		5,000,000			\$287,518.88
26/04/17	BBX Min	1,000,000	0.08	80,528.00	80,528.00
Total	BBX Min	7,000,000	Total	Consideration	\$430,225.05

Please note the purchase on 07/04/17* of 4,464,286 shares was part of a sophisticated shareholder offer. The balance of the shares were purchased on market.

A J Igo Personal Portfolio BBX Transactions 2016 – 2017 Last Adjustment: 20/06/2017

Buy Date	Co. Name	Qty Units	Unit Price	Total Cost
19/04/17	BBX Min	500,000		33,797.27
09/05/17	BBX Min	1,000,000		62,973.11
09/05/17	BBX Min	500,000		40,264.00
17/05/17	BBX Min	2,000,000		154,085.06
08/06/17	BBX Min	500,000		104,630.96
15/06/17	BBX Min	500,000		171,122.00
20/06/17	BBX Min	1,000,000		294,190.02
Totals	BBX Min	6,000,000		861,062.42

Signed 26th June 2017:



 Andrew John Igo <ADE Super Fund Trustee>

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (3) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

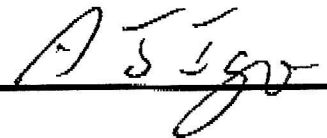
Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
ANDREW JOHN 160	59/10 LOWER RIVER TERRACE
ADE SUPER FUND	SOUTH BRISBANE QUEENSLAND 4101

Signature

print name ANDREW JOHN 160 capacity ADE S/F TRUSTEE
 sign here  date 26/06/2017

DIRECTIONS

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

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