



8 September, 2010

Dear Shareholder,

On 8 September 2010, BBX Holdings Limited (ACN 089 221 634) ("**Company**") lodged an offer document offering up to approximately 44,917,089 New Shares at an issue price of \$0.01 per New Share by way of a non-renounceable pro-rata entitlements issue on the basis of 2 new shares for every 3 existing shares held by shareholders registered as at the Record Date whose registered address is in Australia or New Zealand ("**Rights Issue**").

Funds raised under the Rights Issue will be used to identify and review new projects, satisfy creditor claims, general working capital purposes, and to meet the costs of the Rights Issue.

The Rights issue is fully underwritten by Arthur Phillip Pty Ltd. Eagle Resources Pty Limited, a company controlled by Mr. Paul Page, a Director, holds 13,407,750 shares, or 19.9% of the Company's issued share capital. Eagle Resources Pty Limited has agreed to subscribe for its full entitlement under the Rights Issue, and to sub-underwrite a further 5,978,589 New Shares, giving it approximately 25.22% of the Company's issued capital following the Rights Issue.

The Company expects the Rights Issue to be conducted in accordance with the following timetable:

Announcement of Offer	8 September 2010
Appendix 3B and cleansing notice lodged with ASX	8 September 2010
Offer Document lodged with ASX	8 September 2010
"Ex" Date	13 September 2010
Record Date to determine Entitlement to New Shares	17 September 2010

Dispatch of Offer Document and Application Form and announcement that dispatch completed.	23 September 2010
Offer opens for receipt of Applications	23 September 2010
Closing Date for Applications and payment in full	8 October 2010
New Shares quoted on a deferred settlement basis	11 October 2010
ASX notified of under subscriptions	13 October 2010
Dispatch date of holding statements, New Shares entered into the holders' security holdings	18 October 2010
Trading commences for New Shares on a normal basis	19 October 2010

The above dates are indicative only. The Company reserves the right to vary the above dates, subject to ASX Listing Rules and the Corporations Act.

The New Shares to be issued under the Rights Issue will rank equally with the Existing Shares.

Eligible shareholders will receive a copy of the offer document and must complete the Application Form accompanying the offer document to take up their entitlements.

Should you have any questions regarding the Rights Issue you may contact the Company Secretary, Ms Sylvie Dimarco on +61 2 9227 8900 or consult your stockbroker or professional adviser. A copy of the offer document may be viewed on the ASX Limited website at asx.com.au or arthurphilip.com.au.

We look forward to your participation in the Rights Issue.

Yours sincerely

Paul Page

Director