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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that an Annual General Meeting of Shareholders of Rex Minerals Limited (the Company) will be held at 11:00am (Melbourne time) on Tuesday, 16 November 2021.

Due to the ongoing uncertainty created by the coronavirus pandemic, the Annual General Meeting will be held as a virtual event only. Shareholders may attend the meeting online and participation will be via the Lumi online meeting platform.

As the meeting is a virtual event, we strongly encourage all Shareholders to vote by proxy prior to the Annual General Meeting date.

Shareholders who participate online will be able to view a live webcast of the meeting, ask questions and submit their votes in real time during the meeting using the following link:

web.lumiagm.com/396914638

NOTICE OF ANNUAL GENERAL MEETING - AGENDA

The Explanatory Notes that accompany and form part of this Notice of Annual General Meeting describe the various matters to be considered.

Financial Statements and Reports

To receive and consider the financial statements of the Company and the reports of the Directors and the auditor for the year ended 30 June 2021.

Resolution 1: Re-election of Mr Ian Smith

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

"That Mr Ian Smith, who retires as a Director by rotation under Clause 20.3 of the Company's constitution, and being eligible for re-election, be re-elected as a Director."

Resolution 2: Re-election of Mr Gregory Robinson

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

"That Mr Gregory Robinson, a Director appointed to the Board since the last Annual General Meeting and being eligible for re-election, be re-elected as a Director."

Resolution 3: Re-election of Ms Amber Rivamonte

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

"That Ms Amber Rivamonte, a Director appointed to the Board since the last Annual General Meeting and being eligible for re-election, be re-elected as a Director."

Resolution 4: Renewal of Option Incentive Plan

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

"That for the purposes of ASX Listing Rule 7.2 exception 13(b) and for all other purposes, approval of the Rex Minerals Limited Option Incentive Plan is given on the terms and conditions as described in the Explanatory Notes."

Resolution 5: Adoption of Remuneration Report

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

"That the Remuneration Report for the Company (included in the Directors' Report) for the year ended 30 June 2021 be adopted."

By order of the Board



Kay Donehue
Company Secretary

Dated: 14 October 2021

Information for Shareholders

All shareholders are entitled to attend virtually via the Lumi online meeting platform and vote at the Annual General Meeting. Shareholders can access the platform online using their smartphone, tablet or computer. For the purposes of voting at the meeting, shareholders will be taken to be those persons recorded on the Company's register of members at 7:00pm (AEDT) on the day which is two days before the date of the meeting. Accordingly, transfers registered after that time will be disregarded in determining entitlements to attend and vote at the Annual General Meeting.

Shareholders will be given a reasonable opportunity to ask questions at the Annual General Meeting and will be able to vote in real time during the meeting. The Company encourages shareholders to vote by proxy as detailed below.

All Resolutions by Poll

All votes will be taken on a poll via in person, proxy or online voting.

Attending and Voting at the online Meeting

Shareholders and proxyholders who wish to participate in the Annual General Meeting online may do so by entering this URL in their browser: web.lumiagm.com and then log into the Rex Minerals Annual General Meeting by entering:

Shareholders

1. The Rex Minerals meeting ID: 396-914-638
2. Your username, which is your Securityholder Reference Number (SRN) or Holder Identification Number (HIN)
3. Your password, which is the postcode registered to your holding if you are an Australian shareholder. Overseas shareholders should refer to the Online User Guide for their password details

Proxyholders

1. The Rex Minerals meeting ID: 396-914-638
2. To receive your unique username and password, please contact Computershare Investor Services on +6 3 9415 4024 during the online registration period which will open one hour before the start of the meeting

More information regarding participating in the Annual General Meeting online, including browser requirements, is detailed in the Online User Guide available at www.computershare.com.au/virtualmeetingguide.

Due to the evolving COVID-19 circumstances, the Annual General Meeting will be held as a virtual event only and we encourage all shareholders to attend online as outlined above, or vote by proxy by following the instructions set out in this Notice of Meeting and the enclosed proxy form.

Appointment of proxies

A shareholder entitled to attend and vote at the Annual General Meeting may appoint:

- (a) a person; or
- (b) if the shareholder is entitled to cast two or more votes at the meeting, two persons,

as the shareholder's proxy or proxies to attend and vote for the shareholder at the meeting by using the proxy form. If the shareholder appoints two proxies and the instrument does not specify the proportion or number of the shareholder's votes, each proxy may exercise half of the votes.

A proxy need not be a shareholder, and may be an individual or a body corporate. A body corporate appointed as a proxy will need to ensure that it appoints an individual as its corporate representative to exercise its powers at the meeting. The corporate representative will be required to provide appropriate evidence of the appointment prior to the commencement of the meeting.

In order for a proxy appointment to be valid, the Company must receive, at least 48 hours before the Annual General Meeting:

- (a) the proxy's appointment; and
- (b) if signed by the appointer's attorney, the authority under which the appointment was signed or a certified copy of the authority.

Voting by proxies

Shareholders should consider directing their proxy as to how to vote on each resolution by crossing a "For", "Against" or "Abstain" box when completing their proxy form to ensure that their proxy is permitted to vote on their behalf in accordance with their instructions.

Pursuant to the *Corporations Act 2001* (Cth) (Corporations Act), if the appointment of a proxy specifies the way the proxy is to vote on a particular resolution:

- (a) the proxy is not required to vote on a show of hands, but if the proxy does so, the proxy must vote as directed (subject to any applicable voting exclusions);
- (b) if the proxy has two or more appointments that specify different ways to vote on the resolutions, the proxy must vote on a show of hands;
- (c) if the proxy is not the Chair, the proxy need not vote on a poll but if the proxy does so, the proxy must vote as directed (subject to any applicable voting restrictions); and
- (d) if the proxy is the Chair, the proxy must vote on a poll and must vote as directed.

Default to Chair

If:

- (a) a poll has been called on a particular resolution;
- (b) a shareholder has appointed a proxy other than the Chair;
- (c) the appointment of the proxy specifies the way in which the proxy is to vote on the resolution; and
- (d) either of the following applies:
 - i. the proxy is not recorded as attending the Annual General Meeting; or
 - ii. the proxy attends the Annual General Meeting but does not vote on the resolution,

then the Chair for the Annual General Meeting will, before voting on the resolution closes, be taken to have been appointed as the proxy for that shareholder for the purposes of voting on that resolution. In these circumstances, the Chair must vote in accordance with the written direction of that shareholder.

Proxy by post or facsimile

The proxy's appointment and, if applicable, the authority appointing an attorney, may be sent by post or fax to the Company's Share Registry at the address or fax number set out below:

Rex Minerals Limited

C/- Computershare Investor Services Pty Limited, GPO Box 242, Melbourne VIC 3001, Australia

By fax: 1800 783 447 within Australia or +61 3 9473 2555 outside Australia

Online proxy

Shareholders may submit their proxy online by visiting: www.investorvote.com.au

For Intermediary Online subscribers (custodians) go to: www.intermediaryonline.com

To use this option, shareholders will need the Company's control number 136019, their SRN or HIN and postcode. Shareholders will be taken to have signed the proxy form if it is lodged in accordance with the instructions on the website.

A proxy appointed under Power of Attorney or similar authority may be lodged electronically in the same manner, provided the Power of Attorney/authority, or a certified copy thereof, has been physically lodged with Computershare Investor Services Pty Limited (Computershare). Computershare will keep a record of the authority under which the appointment was made.

The online proxy facility may not be suitable for some shareholders, including those who wish to appoint two proxies with different voting instructions.

Explanatory Notes

These Explanatory Notes should be read in conjunction with the Notice of Annual General Meeting.

Financial Statements and Reports

The *Corporations Act 2001* requires the financial report and the reports of the Directors and the auditor to be received and considered at the Annual General Meeting. Accordingly, the reports for the year ended 30 June 2021 will be presented for consideration by shareholders. No resolution is required on these reports.

Resolution 1: Re-election of Mr Ian Smith

Ian Smith was appointed a Director of Rex Minerals on 18 February 2019, and was appointed Chairman on 1 June 2021. Ian also serves on the Audit Committee and the Remuneration Committee.

Ian is a mining engineer with more than 40 years' experience in the mining and services sector. He has held some of the most senior positions in the Australian resources industry, most recently Managing Director and Chief Executive Officer of Orica. Prior to that, he was Managing Director and Chief Executive Officer of Newcrest, growing the business to what has become Australia's biggest, and globally one of the largest, gold mining companies. Ian is a Fellow of both the Australasian Institute of Mining and Metallurgy and the Institute of Engineers. Ian is a Non-Executive Director of Red River Resources.

In prior roles, Ian was global head of operational and technical excellence with Rio Tinto, London and Managing Director - Comalco Aluminium Smelting with Rio Tinto in Brisbane. He has technical, operational, financial and strategic expertise, having also held senior and executive positions with WMC Resources, Pasminco and CRA. Ian is a past President of the Australian Mines & Metals Association and is a past Chairman of the Minerals Council of Australia.

Recommendation

The Directors (with Mr Smith abstaining) recommend that Shareholders vote *in favour* of Resolution 1. The Chairman of the meeting intends to vote undirected proxies *in favour* of Resolution 1.

Resolution 2: Re-election of Mr Gregory Robinson

Greg Robinson was appointed a Director of Rex Minerals on 1 June 2021. Greg is Chairman of the Audit Committee and a member of the Remuneration Committee.

Greg has extensive executive experience in the finance and resources industries. He is a Non-Executive Director of Incitec Pivot Limited, and is Deputy Chairman and Non-Executive Director of the Royal Automobile Club of Victoria (RACV). He is the former Managing Director & Chief Executive Officer of Newcrest Mining Limited and former Chief Executive Officer of Lattice Energy Limited. Prior to joining Newcrest, Greg was on the Executive Committee of and held senior executive roles in the Petroleum and Energy Division of BHP and was a Director of Investment Banking at Merrill Lynch & Co and headed the Australia/Asia Pacific resources team. Greg was previously a non-executive director of the World Gold Council, and a non-executive director of St Vincent's Institute of Medical Research.

Recommendation

The Directors (with Mr Robinson abstaining) recommend that Shareholders vote *in favour* of Resolution 2. The Chairman of the meeting intends to vote undirected proxies *in favour* of Resolution 2.

Resolution 3: Re-election of Ms Amber Rivamonte

Amber Rivamonte was appointed as Executive Director of Finance on 1 June 2021. Amber is also the Company's Chief Financial Officer.

Amber has over 25 years' experience in the resources industry covering the fields of commercial, strategic and risk management, corporate governance and financial management experience. Amber has a background in accounting and is a certified practicing accountant (CPA). She has previously held the dual role of Chief Financial Officer and Company Secretary at Rex Minerals and Ballarat Goldfields, as well as the role of Company Secretary at Indophil Resources and White Rock Minerals. She has also been a director of a number of companies in Australia and internationally.

Amber's experience covers all aspects of managing resources companies, from project acquisition, mergers, demergers, takeovers, schemes and various forms of fund raisings.

Recommendation

The Directors (with Ms Rivamonte abstaining) recommend that Shareholders vote *in favour* of Resolution 3. The Chairman of the meeting intends to vote undirected proxies *in favour* of Resolution 3.

Resolution 4: Renewal of Option Incentive Plan

In accordance with Listing Rule 7.2, exception 13(b), this resolution seeks Shareholder approval for the Company to renew its existing Option Incentive Plan (OIP) which was last approved at the 2018 Annual General Meeting.

Listing Rule 7.1 provides that a company must not (subject to specified exceptions), issue or agree to issue more Equity Securities during any 12-month period exceeding 15% of the number of fully paid ordinary securities on issue at the commencement of that 12-month period.

Listing Rule 7.2, exception 13(b) sets out an exception to Listing Rule 7.1, which provides that issues under an employee incentive scheme are exempt for a period of three years from the date on which shareholders approve the issue of Equity Securities under the scheme as an exception to Listing Rule 7.1.

If Resolution 4 is passed, the Company will be able to issue Equity Securities under the OIP to eligible participants over a period of three years without impacting on the Company's ability to issue up to 15% of its total ordinary securities without Shareholder approval in any 12-month period (the Company's placement capacity).

If Resolution 4 is not passed, the Company will still be able to issue Equity Securities to employees who are not directors (or otherwise covered by Listing Rule 10.14) but those issues will count towards the Company's 15% placement capacity.

Options are provided as a long-term incentive (LTI) and the Directors believe that the OIP is an important component of the Company's comprehensive remuneration strategy. It aligns participants' interests with those of Shareholders by linking their overall total rewards to long-term success of the Company, and helps to retain cash funds within the Company. The Board believes its OIP will assist in attracting key personnel for the project delivery team to embark on the development phase of the Hillside Project.

A summary of the terms of the OIP is set out below:

- The OIP sets out the framework for the future offer of Options by the Company and is typical for a document of this nature.

- In making its decision to issue Options, the Board may decide which person is eligible to receive the Options, the number of Options and the conditions which are to apply in respect of the Options.
- The Company has broad flexibility to issue Options having regard to a range of potential vesting criteria. In certain circumstances, Options expire early if the relevant person is a bad leaver. However, if the relevant person is deemed a good leaver, then all unvested Options immediately vest.
- In certain circumstances, Options can vest early in the event of a change of control event occurring. In particular, in the event of a successful takeover or scheme of arrangement, all vesting conditions are deemed satisfied and all unvested Options become vested Options.
- There are no participating rights or entitlements inherent in the Options and Optionholders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options.
- In the event of any reorganisation of the issued capital of the Company on or prior to the expiry of the Options, the rights of an Optionholder will be changed to the extent necessary to comply with the applicable Listing Rules in force at the time of the reorganisation.
- Any shares issued by the Company pursuant to the Options will rank equally with and carry the same rights and privileges as, any other Share (including shares currently on issue).

Information required by Listing Rule 7.2

Pursuant to and in accordance with Listing Rule 7.2, exception 13(b), the following information is provided:

- a) a summary of the terms of the OIP (as detailed above)
- b) Under the Company's OIP, approved by Shareholders at the Company's AGM in November 2018 14,300,000 options were issued, with 2,499,999 options exercised
- c) the maximum number of Equity Securities the Company may issue within the three-year period following Shareholder approval is 10% of the total number of Shares on issue as at the date of the issue of the relevant Equity Securities. This maximum is not intended to be a prediction of the actual number of Equity Securities to be issued under the OIP, but simply a ceiling for the purposes of Listing Rule 7.2, exception 13(b). Once that number is reached, any additional issues of Equity Securities under the OIP would not have the benefit of Listing Rule 7.2, exception 13(b), and
- d) a voting exclusion statement is included in the Notice of Meeting for Resolution 4 (provided below).

Voting Exclusion

The Company will disregard any votes cast in favour of Resolution 4 by or on behalf of a person who is eligible to participate in the OIP or an Associate of those persons.

However, this does not apply to a vote cast in favour of Resolution 4 by:

- a) a person as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; or
- b) the Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an Associate of a person excluded from voting, on the Resolution; and

- ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Recommendation

The Directors recommend that Shareholders vote *in favour* of Resolution 4. The Chairman of the meeting intends to vote undirected proxies *in favour* of Resolution 4.

Resolution 5: Adoption of Remuneration Report

The Remuneration Report for the financial year ended 30 June 2021 is set out in the Directors' Report on pages 18 to 24 of the Company's 2021 Annual Report and is available on the Company's website at www.rexminerals.com.au. The Remuneration Report sets out the Company's policies and a range of matters relating to the remuneration of Directors and other Key Management Personnel of the Company.

Rex considers its remuneration policy and framework to be flexible and well suited to the Company's current growth strategy. It is structured to attract and retain high-quality executives and to encourage alignment with the interests of the Company's shareholders. The Board regularly reviews its remuneration policy to ensure it continues to suit the strategic and operational needs of Rex as it moves to develop its two key projects.

Shareholders joining the Annual General Meeting will be given a reasonable opportunity to ask questions about, or make comments on, the Remuneration Report.

Under the *Corporations Act 2001*, a listed entity is required to put to the vote a resolution that the Remuneration Report be adopted. Whilst the resolution must be put to a vote, the resolution is advisory only and does not bind the Directors or the Company.

However, if at least 25% of votes are cast against the resolution at two consecutive annual general meetings (this did not occur last year), a 'board spill resolution' needs to be put to shareholders. If such a board spill resolution is passed by shareholders, the Company is required to hold a further meeting of shareholders within 90 days to consider replacing those Directors (other than the Managing Director) in office at the time the Remuneration Report was approved by the board.

Voting Exclusion

The Company will disregard any votes cast on this resolution (in any capacity) by or on behalf of a member of the Key Management Personnel (being those persons described as such in the Remuneration Report) or a Closely Related Party of such a member. However, a person (the voter) described above may cast a vote on the resolution as a proxy if the vote is not cast on behalf of a person described above and either:

- the voter is appointed as a proxy in writing that specifies the way the proxy is to vote on the resolution; or
- the voter is the Chair of the meeting and the appointment of the Chair as proxy:
 - does not specify the way the proxy is to vote on the resolution; 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 Key Management personnel for the Company.

Recommendation

The Directors recommend that shareholders vote *in favour* of Resolution 5. The Chairman of the meeting intends to vote undirected proxies *in favour* of Resolution 5.



ABN 12 124 960 523

Need assistance?



Phone:

1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:

www.investorcentre.com/contact

RXM

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030



Rex Minerals Limited Annual General Meeting

The Rex Minerals Limited Annual General Meeting will be held on Tuesday, 16 November 2021 at x:00am (Melbourne time). You are encouraged to participate in the meeting using the following options:



MAKE YOUR VOTE COUNT

To lodge a proxy, access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

For your proxy appointment to be effective it must be received by hh:00am (Melbourne time) on Sunday, 14 November 2021.



ATTENDING THE MEETING VIRTUALLY

To watch the webcast, ask questions and vote on the day of the meeting, please visit: web.lumiagm.com/396914638

For instructions refer to the online user guide www.computershare.com.au/virtualmeetingguide



ABN 12 124 960 523

RXM

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SAMPLEVILLE VIC 3030

Need assistance?



Phone:

1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **hh:00am (Melbourne time) on Sunday, 14 November 2021.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

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

Joint Holding: Where the holding is in more than one name, all of the securityholders 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 form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

Proxy Form

Please mark to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/we being a member/s of Rex Minerals Limited hereby appoint

the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Rex Minerals Limited to be held virtually on Tuesday, 16 November 2021 at x:00am (Melbourne time) and at any adjournment or postponement of that meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolutions 4 and 5 (except where I/we have indicated a different voting intention in step 2) even though Resolutions 4 and 5 are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolutions 4 and 5 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Re-election of Mr Ian Smith	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Mr Gregory Robinson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Re-election of Ms Amber Rivamonte	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Renewal of Option Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1 Securityholder 2 Securityholder 3 / /
Sole Director & Sole Company Secretary Director Director/Company Secretary Date

Update your communication details (Optional)

Mobile Number Email Address By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically





ABN 12 124 960 523

RXMRRM

MR RETURN SAMPLE
123 SAMPLE STREET
SAMPLE SURBURB
SAMPLETOWN VIC 3030

Dear Securityholder,

We have been trying to contact you in connection with your securityholding in Rex Minerals Limited. Unfortunately, our correspondence has been returned to us marked "Unknown at the current address". For security reasons we have flagged this against your securityholding which will exclude you from future mailings, other than notices of meeting.

Please note if you have previously elected to receive a hard copy Annual Report (including the financial report, directors' report and auditor's report) the dispatch of that report to you has been suspended but will be resumed on receipt of instructions from you to do so.

We value you as a securityholder and request that you supply your current address so that we can keep you informed about our Company. Where the correspondence has been returned to us in error we request that you advise us of this so that we may correct our records.

You are requested to include the following;

- > Securityholder Reference Number (SRN);
- > ASX trading code;
- > Name of company in which security is held;
- > Old address; and
- > New address.

Please ensure that the notification is signed by all holders and forwarded to our Share Registry at:

Computershare Investor Services Pty Limited
GPO Box 2975
Melbourne Victoria 3001
Australia

Note: If your holding is sponsored within the CHESS environment you need to advise your sponsoring participant (in most cases this would be your broker) of your change of address so that your records with CHESS are also updated.

Yours sincerely

Rex Minerals Limited