

Dispatch of Scheme Booklet

Big River Gold Ltd (ASX: BRV) (**BRV**) refers to the announcements released on 1 August 2022 in relation to:

- the proposed purchase of all the shares in BRV by way of a scheme of arrangement (**Scheme**), following the execution of the Scheme Implementation Deed with Aura Minerals Inc (TSX: ORA, B3: AURA33) (**Aura**) as announced on 20 April 2022;
- the orders made by the Supreme Court of Western Australia (**Court**) that BRV convenes a meeting of the General Shareholders and a meeting of the Relevant Shareholder to consider and vote on the Scheme (**Scheme Meetings**) and approving the dispatch of an explanatory booklet providing information about the Scheme, together with the notices of Scheme Meetings (together, the **Scheme Booklet**), to BRV shareholders; and
- the registration of the Scheme Booklet with the Australian Securities and Investments Commission (**ASIC**).

Dispatch of Scheme Booklet

BRV is pleased to announce the dispatch of the Scheme Booklet today following orders made by the Court that BRV convene the Scheme Meetings and the registration of the Scheme Booklet with ASIC.

The Scheme Booklet will be distributed as follows:

- BRV shareholders who have elected to receive physical copies of shareholding communications will receive a letter (sent by post) enclosing the Scheme Booklet, together with their personalised proxy form in relation to their applicable Scheme Meeting (**Personalised Proxy Form**) and their direct crediting instructions form; and
- BRV shareholders who have elected to receive shareholding communications electronically will receive an email containing instructions on how to view or download a copy of the Scheme Booklet, as well as instructions on how to access their Personalised Proxy Form and their direct crediting instructions form.

The Relevant Shareholder will also receive a form with which it can make the Election (as defined in the Scheme Booklet).

The Scheme Booklet is also available for viewing and downloading at:

www.bigrivergold.com.au/scheme/.

Scheme Meetings

The Scheme Meetings, at which BRV shareholders will vote on the proposed Scheme, are expected to be held as follows:

- for the Relevant Shareholder (as defined in the Scheme Booklet), at 9.30am (AWST) on Friday, 2 September 2022* at Level 4, 77 St Georges Terrace, Perth, Western Australia (**Relevant Shareholder Scheme Meeting**); and

- for General Shareholders (as defined in the Scheme Booklet), at 10.00am (AWST) on Friday, 2 September 2022* at Level 4, 77 St Georges Terrace, Perth, Western Australia (**General Scheme Meeting**).

Details of how to attend and participate in the Scheme Meeting are contained in your relevant notice of meeting included in the Scheme Booklet.

Only General Shareholders as at 5.00pm (AWST) on Wednesday, 31 August 2022* will be eligible to vote at the General Scheme Meeting.

Only the Relevant Shareholder will be eligible to vote at the Relevant Shareholder Scheme Meeting.

Further Information

BRV shareholders should carefully read the Scheme Booklet in its entirety, including the materials accompanying it, before deciding whether to vote in favour of the Scheme.

If after reading the Scheme Booklet you have any questions about the Scheme or the Scheme Booklet, please contact the BRV Information Line on 1300 101 594 (within Australia) or +61 2 8072 1412 (outside Australia), Monday to Friday (excluding public holidays), between 8.30am and 5.00pm (AWST).



Andrew Richards

Executive Chairman

Released for and on behalf of the Independent Board Committee of Big River Gold Ltd

*All times and dates are references to the time and date in Perth, Western Australia (**AWST**). All dates are indicative only and, among other things, are subject to the Court approval process, ASX approval and the satisfaction or, where applicable, waiver of the conditions set out in Section 1.7 of the Scheme Booklet. BRV reserves the right to vary the times and dates set out above. Any changes to the above timetable will be announced on ASX and notified on BRV's website at <https://www.bigrivergold.com.au/asx-announcements/>. BRV will continue to update BRV shareholders as to any material developments in relation to the Scheme as the timetable progresses.

Annexure A

General Shareholders – Sample dispatch correspondence
(excluding Scheme Booklet)

4 August 2022

Letter to Shareholders regarding Scheme Booklet for Scheme of Arrangement with Aura Minerals Inc.

Dear Shareholder

As announced on 20 April 2022, Big River Gold Ltd (ASX:BRV) (**BRV**) has executed a Scheme Implementation Deed with Aura Minerals Inc. for the proposed purchase of all the shares in BRV by way of a scheme of arrangement (**Scheme**). If the Scheme is implemented, BRV's shareholders (other than the Relevant Shareholder, being Dundee Resources Limited, unless it makes an election in limited circumstances) (**General Shareholders**) will receive cash consideration of \$0.36 per Big River share held (**Scheme Cash Consideration**).

You have received this letter because you are:

- on the register of members of BRV as holding BRV shares and you have elected to receive physical copies of shareholding communications (or otherwise have not elected to receive shareholding communications electronically); or
- although you have elected to receive shareholding communications electronically, we have been notified that our email communication was unable to be delivered to your nominated email address.

If you have recently sold all of your BRV shares, please disregard this letter.

Scheme Booklet

In order for the Scheme to proceed, it must be approved by the requisite majorities at both the meetings of the General Shareholders and the Relevant Shareholder (the **Scheme Meetings**), and then by the Court. An explanatory booklet (**Scheme Booklet**) has been prepared which provides you with important information about the Scheme for your consideration.

The Scheme Booklet includes the notices of the Scheme Meetings (**Notices of Meetings**).

You should read the Scheme Booklet in its entirety and consider its contents carefully before deciding whether or not to vote in favour of the Scheme at your applicable Scheme Meeting. If you are in any doubt about what you should do, you should consult with a financial, legal, taxation or other professional adviser.

The Scheme Booklet is enclosed. The Scheme Booklet is also available online for viewing and downloading from <https://www.bigrivergold.com.au/scheme/>.

The Scheme Booklet contains important information in relation to the Scheme, and you are encouraged to either access it online, or to request a hard copy, as mentioned above.

Scheme Meeting

The Scheme Meetings are scheduled to be held in person at Level 4, 77 St Georges Terrace, Perth, Western Australia at:

- for the Relevant Shareholder, 9.30am (AWST) on Friday, 2 September 2022 (**Relevant Shareholder Scheme Meeting**); and

- for General Shareholders, 10.00am (AWST) on Friday, 2 September 2022 (**General Scheme Meeting**).

Details on how BRV shareholders and their proxies, attorneys and duly appointed corporate representatives can attend and vote in the Scheme Meeting are set out in Section 3 of the Scheme Booklet and your applicable Notice of Meeting.

As the Relevant Shareholder will receive Scheme Scrip Consideration (as defined in the Scheme Booklet) (unless the Relevant Shareholder makes an election in limited circumstances), the rights of the Relevant Shareholder under the Scheme are sufficiently different from those of the General Shareholders such that the Relevant Shareholder is considered to constitute a separate class of member for the purpose of voting on the Scheme. This means General Shareholders will have the opportunity to vote independently from the Relevant Shareholder. The Relevant Shareholder is not permitted to vote at the General Scheme Meeting and General Shareholders are not permitted to vote at the Relevant Shareholder Scheme Meeting.

Voting and Forms

Proxy Form

A copy of your personalised proxy form is enclosed for your convenience. Please complete and return the attached proxy form to BRV's share registry, Automic Group Pty Ltd by:

Post to: Automic
GPO Box 5193
Sydney NSW 2001

In person: Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

Email to: meetings@automicgroup.com.au

Fax to: +61 2 8583 3040

Proxy votes may also be lodged online using the following link: <https://investor.automic.com.au/#/loginsah>

Your proxy voting instruction must be received by:

- if you are the Relevant Shareholder, by 9.30am (AWST), Wednesday, 31 August 2022; or
- if you are a General Shareholder, by 10.00am (AWST), Wednesday, 31 August 2022,

being not less than 48 hours before the commencement of your applicable Scheme Meeting. Any proxy voting instructions received after that time will not be valid for the applicable Scheme Meeting.

Direct Crediting Instructions form

If you have not previously provided your direct crediting instructions to BRV's share registry, Automic Group, and you wish to receive any entitlement to Scheme Cash Consideration via electronic bank transfer (subject to the implementation of the Scheme), please complete and return the enclosed 'Direct Crediting Instructions' form to Automic Group by 13 September 2022.

The form may be returned to Automic Group by post, in person delivery, email or fax using the above details.

You may also use the form if you would like to update your existing direct credit instructions registered with Automic Group.

Second Court Hearing

If the requisite majorities of BRV shareholders vote in favour of the Scheme at both Scheme Meetings, and all other relevant conditions precedent to the Scheme are satisfied or waived, BRV will apply to the Supreme Court of Western Australia for orders approving the Scheme.

Scheme Timetable

The key dates expected for the Scheme are set out below:

Key Dates	Date*
Dispatch of Scheme Booklet	Thursday, 4 August 2022
Latest time and date for lodgement of completed Proxy Form for the Relevant Shareholder Scheme Meeting (including Proxy Forms lodged online)	9.30am (AWST), Wednesday, 31 August 2022
Latest time and date for lodgement of completed Proxy Form for the General Scheme Meeting (including Proxy Forms lodged online)	10.00am (AWST), Wednesday, 31 August 2022
Time and date for determining eligibility to vote at the Scheme Meeting	5.00pm (AWST), Wednesday, 31 August 2022
Relevant Shareholder Scheme Meeting	9.30am (AWST), Friday, 2 September 2022
General Scheme Meeting	10.00am (AWST), Friday, 2 September 2022
Second Court Date for approval of the Scheme	Thursday, 8 September 2022
Effective Date	Friday, 9 September 2022
Record Date	5:00pm (AWST), Tuesday, 13 September 2022
Implementation Date	Tuesday, 20 September 2022

*All times and dates in the above timetable are references to the time and date in Perth, Western Australia (**AWST**). All dates are indicative only and, among other things, are subject to the Court approval process, ASX approval and the satisfaction or, where applicable, waiver of the conditions set out in Section 1.7 of the Scheme Booklet. BRV reserves the right to vary the times and dates set out above. Any changes to the above timetable will be announced on ASX and notified on BRV's website at <https://www.bigrivergold.com.au/asx-announcements/>. BRV will continue to update BRV shareholders as to any material developments in relation to the Scheme as the timetable progresses.

General

The Scheme Booklet and your applicable Notice of Meeting are important and should be read in their entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser.

If you have any questions in relation to Scheme Booklet or the Scheme, please contact the BRV Shareholder Information Line on 1300 101 594 (within Australia) or +61 2 8072 1412 (outside Australia), Monday to Friday (excluding public holidays), between 8.30am and 5.00pm (AWST).

Further updates in relation to the Scheme will be announced to the ASX and will be available under BRV's profile on the ASX at <https://www2.asx.com.au/markets/company/brv>.



Andrew Richards
Executive Chairman



Big River Gold Ltd | ACN 106 641 963

Proxy Voting Form

If you are attending the meeting in person, please bring this with you for Securityholder registration.

Holder Number:

Your proxy voting instruction must be received by **10.00am (AWST) on Wednesday, 31 August 2022**, 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.

STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair 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 Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed.

STEP 2 - VOTES ON ITEMS OF BUSINESS

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

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

Joint holding: Where the holding is in more than one name, all 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>.

SIGNATURE OF SECURITYHOLDERS – THIS MUST BE COMPLETED		
Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name:

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Email Address:

Contact Daytime Telephone

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Date (DD/MM/YY)

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By providing your email address, you elect to receive all of your communications despatched by the Company electronically (where legally permissible).

SRN/HIN:

Security Code: BRV

A DIRECT CREDITING INSTRUCTIONS

BSB

Account Number

Name of Australian Bank / Financial Institution

Name in which account is held (e.g.: John Smith)

B EMAIL ADDRESS:

By providing your email address, you elect to receive all of your communications despatched by the Company electronically (where legally permissible).

C PLEASE SIGN HERE – This section must be signed for your instructions to be executed

Securityholder 1

Sole Director and Company Secretary

Securityholder 2

Director / Company Secretary

Securityholder 3

Director / Company Secretary

Date:

To be valid, this form must be received by either email, fax or by post, to Automic before the Record Date, being 5.00pm on Tuesday, 13 September 2022.

Individual:

This form is to be signed by the security holder.

Joint Holding:

Where the holding is in more than one name, all of the securityholders must sign

Power of Attorney:

To sign as Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form.

Companies:

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

Privacy Clause: Automic Pty Ltd (ACN 152 260 814) trading as Automic Registry Services (Automic) advises that Chapter 2C of the *Corporations Act 2001* requires information about you as a securityholder (including your name, address and details of the securities you hold) to be included in the public register of the entity in which you hold securities. Primarily, your personal information is used in order to provide a service to you. We may also disclose the information that is related to the primary purpose and it is reasonable for you to expect the information to be disclosed. You have a right to access your personal information, subject to certain exceptions allowed by law and we ask that you provide your request for access in writing (for security reasons). Our privacy policy is available on our website – www.automic.com.au

Annexure B

Relevant Shareholder – Sample dispatch correspondence
(excluding Scheme Booklet)

4 August 2022

Letter to Shareholders regarding Scheme Booklet for Scheme of Arrangement with Aura Minerals Inc.

Dear Shareholder

As announced on 20 April 2022, Big River Gold Ltd (ASX:BRV) (**BRV**) has executed a Scheme Implementation Deed with Aura Minerals Inc. for the proposed purchase of all the shares in BRV by way of a scheme of arrangement (**Scheme**). If the Scheme is implemented, BRV's shareholders (other than the Relevant Shareholder, being Dundee Resources Limited, unless it makes an election in limited circumstances) (**General Shareholders**) will receive cash consideration of \$0.36 per Big River share held (**Scheme Cash Consideration**).

You have received this letter because you are:

- on the register of members of BRV as holding BRV shares and you have elected to receive physical copies of shareholding communications (or otherwise have not elected to receive shareholding communications electronically); or
- although you have elected to receive shareholding communications electronically, we have been notified that our email communication was unable to be delivered to your nominated email address.

If you have recently sold all of your BRV shares, please disregard this letter.

Scheme Booklet

In order for the Scheme to proceed, it must be approved by the requisite majorities at both the meetings of the General Shareholders and the Relevant Shareholder (the **Scheme Meetings**), and then by the Court. An explanatory booklet (**Scheme Booklet**) has been prepared which provides you with important information about the Scheme for your consideration.

The Scheme Booklet includes the notices of the Scheme Meetings (**Notices of Meetings**).

You should read the Scheme Booklet in its entirety and consider its contents carefully before deciding whether or not to vote in favour of the Scheme at your applicable Scheme Meeting. If you are in any doubt about what you should do, you should consult with a financial, legal, taxation or other professional adviser.

The Scheme Booklet is enclosed. The Scheme Booklet is also available online for viewing and downloading from <https://www.bigrivergold.com.au/scheme/>.

The Scheme Booklet contains important information in relation to the Scheme, and you are encouraged to either access it online, or to request a hard copy, as mentioned above.

Scheme Meeting

The Scheme Meetings are scheduled to be held in person at Level 4, 77 St Georges Terrace, Perth, Western Australia at:

- for the Relevant Shareholder, 9.30am (AWST) on Friday, 2 September 2022 (**Relevant Shareholder Scheme Meeting**); and

- for General Shareholders, 10.00am (AWST) on Friday, 2 September 2022 (**General Scheme Meeting**).

Details on how BRV shareholders and their proxies, attorneys and duly appointed corporate representatives can attend and vote in the Scheme Meeting are set out in Section 3 of the Scheme Booklet and your applicable Notice of Meeting.

As the Relevant Shareholder will receive Scheme Scrip Consideration (as defined in the Scheme Booklet) (unless the Relevant Shareholder makes an election in limited circumstances), the rights of the Relevant Shareholder under the Scheme are sufficiently different from those of the General Shareholders such that the Relevant Shareholder is considered to constitute a separate class of member for the purpose of voting on the Scheme. This means General Shareholders will have the opportunity to vote independently from the Relevant Shareholder. The Relevant Shareholder is not permitted to vote at the General Scheme Meeting and General Shareholders are not permitted to vote at the Relevant Shareholder Scheme Meeting.

Voting and Forms

Proxy Form

A copy of your personalised proxy form is enclosed for your convenience. Please complete and return the attached proxy form to BRV's share registry, Automic Group Pty Ltd by:

Post to: Automic
GPO Box 5193
Sydney NSW 2001

In person: Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

Email to: meetings@automicgroup.com.au

Fax to: +61 2 8583 3040

Proxy votes may also be lodged online using the following link: <https://investor.automic.com.au/#/loginsah>

Your proxy voting instruction must be received by:

- if you are the Relevant Shareholder, by 9.30am (AWST), Wednesday, 31 August 2022; or
- if you are a General Shareholder, by 10.00am (AWST), Wednesday, 31 August 2022,

being not less than 48 hours before the commencement of your applicable Scheme Meeting. Any proxy voting instructions received after that time will not be valid for the applicable Scheme Meeting.

Direct Crediting Instructions form

If you have not previously provided your direct crediting instructions to BRV's share registry, Automic Group, and you wish to receive any entitlement to Scheme Cash Consideration via electronic bank transfer (subject to the implementation of the Scheme), please complete and return the enclosed 'Direct Crediting Instructions' form to Automic Group by 13 September 2022.

The form may be returned to Automic Group by post, in person delivery, email or fax using the above details.

You may also use the form if you would like to update your existing direct credit instructions registered with Automic Group.

Second Court Hearing

If the requisite majorities of BRV shareholders vote in favour of the Scheme at both Scheme Meetings, and all other relevant conditions precedent to the Scheme are satisfied or waived, BRV will apply to the Supreme Court of Western Australia for orders approving the Scheme.

Scheme Timetable

The key dates expected for the Scheme are set out below:

Key Dates	Date*
Dispatch of Scheme Booklet	Thursday, 4 August 2022
Latest time and date for lodgement of completed Proxy Form for the Relevant Shareholder Scheme Meeting (including Proxy Forms lodged online)	9.30am (AWST), Wednesday, 31 August 2022
Latest time and date for lodgement of completed Proxy Form for the General Scheme Meeting (including Proxy Forms lodged online)	10.00am (AWST), Wednesday, 31 August 2022
Time and date for determining eligibility to vote at the Scheme Meeting	5.00pm (AWST), Wednesday, 31 August 2022
Relevant Shareholder Scheme Meeting	9.30am (AWST), Friday, 2 September 2022
General Scheme Meeting	10.00am (AWST), Friday, 2 September 2022
Second Court Date for approval of the Scheme	Thursday, 8 September 2022
Effective Date	Friday, 9 September 2022
Record Date	5:00pm (AWST), Tuesday, 13 September 2022
Implementation Date	Tuesday, 20 September 2022

*All times and dates in the above timetable are references to the time and date in Perth, Western Australia (**AWST**). All dates are indicative only and, among other things, are subject to the Court approval process, ASX approval and the satisfaction or, where applicable, waiver of the conditions set out in Section 1.7 of the Scheme Booklet. BRV reserves the right to vary the times and dates set out above. Any changes to the above timetable will be announced on ASX and notified on BRV's website at <https://www.bigrivergold.com.au/asx-announcements/>. BRV will continue to update BRV shareholders as to any material developments in relation to the Scheme as the timetable progresses.

General

The Scheme Booklet and your applicable Notice of Meeting are important and should be read in their entirety. If you are in doubt as to the course of action you should follow, you should consult your financial adviser, lawyer, accountant or other professional adviser.

If you have any questions in relation to Scheme Booklet or the Scheme, please contact the BRV Shareholder Information Line on 1300 101 594 (within Australia) or +61 2 8072 1412 (outside Australia), Monday to Friday (excluding public holidays), between 8.30am and 5.00pm (AWST).

Further updates in relation to the Scheme will be announced to the ASX and will be available under BRV's profile on the ASX at <https://www2.asx.com.au/markets/company/brv>.



Andrew Richards
Executive Chairman



Big River Gold Ltd | ACN 106 641 963

Proxy Voting Form

If you are attending the meeting in person, please bring this with you for Securityholder registration.

Holder Number:

Your proxy voting instruction must be received by **9.30am (AWST) on Wednesday, 31 August 2022**, 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.

STEP 1 – APPOINT A PROXY

If you wish to appoint someone other than the Chair 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 Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed.

STEP 2 - VOTES ON ITEMS OF BUSINESS

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

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

Joint holding: Where the holding is in more than one name, all 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>.

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 BY FACSIMILE +61 2 8583 3040
			PHONE 1300 288 664 (Within Australia) +61 2 9698 5414 (Overseas)

[illegible]

Resolution		For	Against	Abstain
1.	<p>Scheme Resolution – Approval of Scheme</p> <p>That under and in accordance with the provisions of section 411 of the Corporations Act 2001 (Cth), the member agrees to the arrangement proposed between Big River Gold Ltd (BRV) and the holders of its fully paid ordinary shares, designated the Scheme, as contained in and more particularly described in the Scheme Booklet accompanying the notice convening this meeting (with or without any alterations or conditions agreed or any alterations or conditions required by the Court) and the Independent Board Committee of BRV is authorised to implement the Scheme with any such alterations or conditions.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

[illegible]

SRN/HIN:

Security Code: BRV

A DIRECT CREDITING INSTRUCTIONS

BSB

Account Number

Name of Australian Bank / Financial Institution

Name in which account is held (e.g.: John Smith)

B EMAIL ADDRESS:

By providing your email address, you elect to receive all of your communications despatched by the Company electronically (where legally permissible).

C PLEASE SIGN HERE – This section must be signed for your instructions to be executed

Securityholder 1

Sole Director and Company Secretary

Securityholder 2

Director / Company Secretary

Securityholder 3

Director / Company Secretary

Date:

To be valid, this form must be received by either email, fax or by post, to Automic before the Record Date, being 5.00pm on Tuesday, 13 September 2022.

Individual:

This form is to be signed by the security holder.

Joint Holding:

Where the holding is in more than one name, all of the securityholders must sign

Power of Attorney:

To sign as Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form.

Companies:

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

Privacy Clause: Automic Pty Ltd (ACN 152 260 814) trading as Automic Registry Services (Automic) advises that Chapter 2C of the *Corporations Act 2001* requires information about you as a securityholder (including your name, address and details of the securities you hold) to be included in the public register of the entity in which you hold securities. Primarily, your personal information is used in order to provide a service to you. We may also disclose the information that is related to the primary purpose and it is reasonable for you to expect the information to be disclosed. You have a right to access your personal information, subject to certain exceptions allowed by law and we ask that you provide your request for access in writing (for security reasons). Our privacy policy is available on our website – www.automic.com.au



Big River Gold Ltd
ACN 106 641 963

All Registry Communication to:



GPO Box 5193, Sydney NSW 2001
1300 288 664 (within Australia)
+61 2 9698 5414 (international)
hello@automicgroup.com.au
www.automicgroup.com.au

A Your name

[Relevant Shareholder details]

Your holding

SRN/HIN: [insert]
BRV Shares held as at 29 July 2022, 5:00pm (Perth time): [insert]

This is an important document. If you are in doubt as to whether or how to complete this Election Form, please consult your financial or other professional advisor immediately.

Terms used but not defined in this document have the meaning given to them in the Scheme Booklet dated 1 August 2022.

Relevant Shareholder Election Form

This is a personalised Election Form for the sole use of the holder and holdings recorded above.

B Notice of Election

Please make your Election in respect of all your Scheme Shares, on the terms and conditions contained in the Scheme Booklet dated 1 August 2022.

☐

We/I elect to receive Scheme Cash Consideration for all of my Scheme Shares, being \$0.36 for each BRV Share held as at the Record Date.

C Notice of Bank Account Details

Please provide your bank and other details below for payment of the Cash Consideration. Only Australian bank accounts, and one set of bank details, may be provided.

BSB	Account Number	Name of Australian Bank / Financial Institution
<input type="text"/>	<input type="text"/>	<input type="text"/>
Name in which account is held (e.g.: John Smith)		
<input type="text"/>		

D Sign and return this Election Form

Securityholder 1	Securityholder 2	Securityholder 3
<input type="text"/>	<input type="text"/>	<input type="text"/>
Sole Director and Company Secretary	Director / Company Secretary	Director / Company Secretary
To be valid, this form must be received by either email, fax or by post, to Automic before the Election Time, being 5:00pm (AWST) on 13 September 2022		
		Date: <input type="text"/>

Please refer overleaf for further important instructions

Further Important Instructions

For your Election to be valid, you must complete and return this Election Form in accordance with the instructions below and in the Scheme Booklet.

Please refer to the Scheme Booklet dated 1 August 2022 which accompanies the Election Form. Terms are defined in Section 10 of the Scheme Booklet and have the same meaning in this Election Form.

Completion instructions

Please check the front page to ensure that your name and address are correct. If incorrect, please write your correct details and initial the amendments. Amendments to your name can only be processed by the Share Registry.

Please note your consideration will be issued in the name as it appears on the Share Register.

If you wish to make the Election, please sign this Election Form in the places for signature(s) set out on the front page and in accordance with the following instructions:

- **Individual:** This form is to be signed by the security holder.
- **Joint Holding:** Where the holding is in more than one name, all of the securityholders must sign
- **Power of Attorney:** To sign as Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form.
- **Companies:** To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Privacy Clause: Automic Pty Ltd (ACN 152 260 814) trading as Automic Registry Services (Automic) advises that Chapter 2C of the Corporations Act 2001 requires information about you as a securityholder (including your name, address and details of the securities you hold) to be included in the public register of the entity in which you hold securities. Primarily, your personal information is used in order to provide a service to you. We may also disclose the information that is related to the primary purpose and it is reasonable for you to expect the information to be disclosed. You have a right to access your personal information, subject to certain exceptions allowed by law and we ask that you provide your request for access in writing (for security reasons). Our privacy policy is available on our website – www.automic.com.au

Lodgement instructions

Email, mail or deliver the completed Election Form and any other documents required by the above instructions to Automic and email, mail or deliver a copy of the completed Election Form to BRV and Aura:

Automic

Email:

meetings@automicgroup.com.au

Mail:

Automic
GPO Box 5193
Sydney NSW 2001

Deliver to:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BRV

Copy email:

shaun.mcrobert@minterellison.com

Copy mail or deliver to:

MinterEllison
Level 5, 77 St Georges Terrace
Perth Western Australia 6000
Attention: Shaun McRobert

Aura

Copy email to:

heath.lewis@au.kwm.com

Copy mail or deliver to:

King & Wood Mallesons
Level 30, QV.1 Building
250 St Georges Terrace
Perth Western Australia 6000
Attention: Heath Lewis

To be a valid Election Form, this Election Form must be received by no later than the Election Time, being 5:00pm (AWST) on 13 September 2022.

If you have any questions about the terms of the Scheme and your Election, please call the Shareholder Information Line on 1300 101 594 (within Australia) or +61 2 8072 1412 (outside Australia), Monday to Friday (excluding public holidays), between 8.30am and 5.00pm (AWST).