



NOTICE OF GENERAL MEETING

**to be held at 11am (Sydney time) on
5 July 2016 at York Conference and
Function Centre, Level 2, 99 York Street,
Sydney, New South Wales 2000**

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Should you wish to discuss the matters in this Notice of Meeting please contact the Company by telephone on +61 2 8064 3624.

Shareholders are urged to attend or vote by lodging the Proxy Form attached to this Notice.

CONDOR BLANCO MINES LIMITED

ABN 16 141 347 640

NOTICE OF GENERAL MEETING

Notice is hereby given that a General Meeting of Shareholders of Condor Blanco Mines Limited (**Company**) will be held at York Conference and Function Centre, Level 2, 99 York Street, Sydney, New South Wales 2000 on 5 July 2016 at 11.00am (Sydney time) (**Meeting**).

The Explanatory Memorandum to this Notice provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form form part of this Notice.

The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders on 3 July 2016 at 5.00pm (Sydney time).

Terms and abbreviations used in this Notice and Explanatory Memorandum are defined in Schedule 1.

AGENDA

ORDINARY BUSINESS

1. RESOLUTION 1 – REMOVAL OF MR GLEN DARBY AS A DIRECTOR

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

“That Mr Glen Darby be removed as a director of the Company.”

2. RESOLUTION 2 – REMOVAL OF MS LIA DARBY AS A DIRECTOR

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

“That Ms Lia Darby be removed as a director of the Company.”

3. RESOLUTION 3 – REMOVAL OF MS MICHELLE FERUGLIO AS A DIRECTOR

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

“That Ms Michelle Feruglio be removed as a director of the Company.”

4. RESOLUTION 4 – ELECTION OF MR JOSHUA BARRY FARQUHAR AS A DIRECTOR

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

“That Mr Joshua Barry Farquhar be appointed as a director of the Company.”

5. RESOLUTION 5 – ELECTION OF MS SARAH NATALIE MILES AS A DIRECTOR

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

“That Ms Sarah Natalie Miles be appointed as a director of the Company.”

6. RESOLUTION 6 – ELECTION OF MR JAY RICHARD STEPHENSON AS DIRECTOR

To consider and, if thought fit, to pass with or without amendment, as an ordinary resolution the following:

“That Mr Jay Richard Stephenson be appointed as a director of the Company.”

Dated 27 May 2016

BY ORDER OF THE BOARD



Peter Dunoon
Company Secretary

EXPLANATORY MEMORANDUM

1. Introduction

This Explanatory Memorandum has been prepared to provide Shareholders with material information to enable them to make an informed decision in connection with the business to be conducted at the Meeting to be held at York Conference and Function Centre, Level 2, 99 York Street, Sydney New South Wales 2000 on 5 July 2016 at 11am (Sydney time).

This Explanatory Memorandum forms part of the Notice which should be read in its entirety.

The Explanatory Memorandum includes the following information to assist Shareholders in deciding how to vote on the Resolutions:

Section 2:	Background
Section 3	Action to be taken by Shareholders
Section 4:	Resolution 1 - Removal of Director – Mr Glen Darby
Section 5:	Resolution 2 - Removal of Director – Ms Lia Darby
Section 6:	Resolution 3 - Removal of Director – Ms Michelle Feruglio
Section 7:	Resolution 4 - Election of Director – Mr Joshua Farquhar
Section 8:	Resolution 5 - Election of Director – Ms Sarah Miles
Section 9:	Resolution 6 - Election of Director – Mr Jay Stephenson

2. Background

The Directors have called this Meeting as a result of having received a notice (the "Notice") given to the Company pursuant to Section 249D(1) of the Corporations Act by shareholders who, between them, are holders of greater than 5% of the issued capital of the Company. Those shareholders are Mr Joshua Barry Farquhar, Malcora Pty Ltd ACN 009 151 428, Infilsec Pty Ltd ACN 098 718 168 and Taipan Investment Management Pty Ltd ACN 115 430 781 as trustee for Taipan No. 1.

The Notice requested that the resolutions set out above in the Notice of General Meeting be put to the Meeting.

3. Action to be taken by Shareholders

Shareholders should read the Notice including the Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

3.1 Proxies

A Proxy Form is attached to the Notice. This is to be used by Shareholders if they wish to appoint a representative (a 'proxy') to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend in person, sign and return the Proxy Form to the Company in accordance with the instructions thereon. Lodgement of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

Please note that:

- (a) a member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company; and
- (c) a member of the Company entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed Proxy Form provides further details on appointing proxies and lodging Proxy Forms.

4. RESOLUTION 1 – REMOVAL OF MR GLEN DARBY AS A DIRECTOR

In accordance with a notice received by the Company pursuant to Section 249D(1) of the Corporations Act, it is proposed that Mr Glen Darby be removed as a Director of the Company.

5. RESOLUTION 2 – REMOVAL OF MS LIA DARBY AS A DIRECTOR

In accordance with a notice received by the Company pursuant to Section 249D(1) of the Corporations Act, it is proposed that Ms Lia Darby be removed as a Director of the Company.

6. RESOLUTION 3 – REMOVAL OF MS MICHELLE FERUGLIO AS A DIRECTOR

In accordance with a notice received by the Company pursuant to Section 249D(1) of the Corporations Act, it is proposed that Ms Lia Darby be removed as a Director of the Company.

7. RESOLUTION 4 – ELECTION OF MR JOSHUA BARRY FARQUHAR AS A DIRECTOR

Mr Joshua Barry Farquhar has been nominated as a director in a notice given to the Company pursuant to Section 249D(1) of the Corporations Act and, being eligible, offers himself for election as a Director.

8. RESOLUTION 5 – ELECTION OF MS SARAH NATALIE MILES AS A DIRECTOR

Ms Sarah Natalie Miles has been nominated as a director in a notice given to the Company pursuant to Section 249D(1) of the Corporations Act and, being eligible, offers herself for election as a Director.

9. RESOLUTION 6 – ELECTION OF MR JAY RICHARD STEPHENSON AS A DIRECTOR

Mr Jay Richard Stephenson has been nominated as a director in a notice given to the Company pursuant to Section 249D(1) of the Corporations Act and, being eligible, offers himself for election as a Director.

Schedule 1 – Definitions

In the Notice, words importing the singular include the plural and vice versa.

Board means the board of Directors of the Company.

Business Day means:

- (a) for determining when a notice, consent or other communication is given, a day that is not a Saturday, Sunday or public holiday in the place to which the notice, consent or other communication is sent; and
- (b) for any other purpose, a day (other than a Saturday, Sunday or public holiday) on which banks are open for general banking business in Sydney.

Chairman means the person appointed to chair the Meeting of the Company convened by the Notice.

Company means Condor Blanco Mines Limited (ABN 16 141 347 640).

Constitution means the constitution of the Company as at the date of the Meeting.

Corporations Act means the *Corporations Act 2001* (Cth).

Director means a director of the Company.

Explanatory Memorandum means the explanatory memorandum which forms part of the Notice.

Meeting has the meaning given in the introductory paragraph of the Notice.

Notice means this notice of annual general meeting.

Proxy Form means the proxy form attached to the Notice.

Resolution means a resolution referred to in the Notice.

Schedule means a schedule to the Notice.

Section means a section of the Explanatory Memorandum.

Shareholder means a shareholder of the Company.

Proxy Form

Condor Blanco Mines Limited

ACN 141 347 640

Suite 805

160 Castlereagh Street

Sydney NSW 2000

STEP 1 - Appointment of Proxy

I/We

being a shareholder/s of Condor Blanco Mines Limited and entitled to attend and vote hereby appoint

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the Chairman of the General Meeting (mark with an 'X')

OR

If you are not appointing the Chairman of the General Meeting as your proxy please write here the full name of the individual or body corporate (excluding the registered security holder) you are appointing as your proxy.

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the General Meeting, as my/our proxy at the **General Meeting of Condor Blanco Mines Limited to be held at York Conference and Function Centre, Level 2, 99 York Street, Sydney New South Wales 2000 on 5 July 2016 at 11am (Sydney time)** and at any adjournment of that General Meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

STEP 2 - Voting directions to your Proxy – please mark to indicate your directions

Ordinary Business	For	Against	Abstain*
Resolution 1 - Removal of Director – Mr Glen Darby	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 - Removal of Director – Ms Lia Darby	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 - Removal of Director – Ms Michelle Feruglio	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4 - Election of Director – Mr Joshua Farquhar	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5 - Election of Director – Ms Sarah Miles	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6 - Election of Director – Mr Jay Stephenson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 3 - PLEASE SIGN HERE

This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Security holder 1

Sole Director and Sole Company Secretary

Security holder 2

Director

Security holder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone Date / / 2016

Proxy Form

Condor Blanco Mines Limited

ACN 141 347 640

Suite 805

160 Castlereagh Street

Sydney NSW 2000

YOUR VOTE IS IMPORTANT

FOR YOUR VOTE TO BE EFFECTIVE IT MUST BE RECORDED BEFORE 5.00PM (Sydney Time) ON 3 JULY 2015

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 Appointment of Proxy

Indicate here who you want to appoint as your Proxy

If you wish to appoint the Chairman of the General Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chairman of the General Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the General Meeting, the Chairman of the General Meeting will be your proxy. A proxy need not be a shareholder of the Company. Do not write the name of the issuer company or the registered member in the space.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the General Meeting must provide evidence of his or her appointment by providing an "Appointment of Corporate Representative" form prior to admission. An Appointment of Corporate Representative form can be obtained from the Company.

Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the General Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company or you may copy this form.

To appoint a second proxy you must:

- (a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together in the same envelope.

STEP 2 Voting Directions to your Proxy

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

STEP 3 Sign the Form

The form **must** be signed as follows:

Individual: this form is to be signed by the security holder.

Joint Holding: where the holding is in more than one name, all the security holders must sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the Company. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a director jointly with either another director or a company secretary. Where the company has a sole director who is also the sole company secretary, this form must be signed by that person.

Please indicate the office held by signing in the appropriate place.

STEP 4 Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below not later than 5pm on 3 July 2016. Any Proxy Form received after that time will not be valid for the scheduled Meeting (a valid Proxy Form must be received no later than 48 hours prior the commencement of the General Meeting).

Proxies may be lodged using the reply paid envelope or:

BY MAIL - Condor Blanco Mines Limited
Suite 805, 160 Castlereagh Street
Sydney NSW 2000
Australia

BY FAX - + 61 (0) 2 8064 4118

IN PERSON - Condor Blanco Mines Limited
Suite 805, 160 Castlereagh Street
Sydney NSW 2000
Australia

Attending the Meeting

If you wish to attend the General Meeting please bring this form with you to assist registration.