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If you have sold or otherwise transferred all of your Ordinary Shares, please forward this document and the accompanying Form of Proxy as soon as possible to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for onward transmission to the purchaser or transferee. If you have sold or otherwise transferred some of your Ordinary Shares, you should contact your stockbroker, banker or other agent through whom the sale or transfer was effected.

London Stock Exchange plc has not itself examined or approved the contents of this document. AIM is a market designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached than to larger or more established companies. AIM securities are not admitted to the Official List and the AIM Rules are less demanding than those of the Official List.

BLUEROCK DIAMONDS PLC

(Incorporated in England and Wales with registered number 08248437)

Notice of General Meeting

Your attention is drawn to the letter from the Chairman of BlueRock Diamonds plc set out on pages 3 and 4 of this document which recommends you to vote in favour of the Resolutions to be proposed at the General Meeting.

Notice of a General Meeting of the Company to be held at 10am on 19 March 2021 in London, UK is set out on pages 5 and 6 of this document.

The accompanying Form of Proxy for use at the General Meeting should be completed in accordance with the instructions printed thereon and returned as soon as possible to the Company's registrars, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR, or scanned and emailed to voting@shareregistrars.uk.com (please include "BlueRock Diamonds Plc" and your full name in the subject line of the email) by not later than 10.00 a.m. on 17 March 2021. Please note that due to COVID-19 and the UK's Government restrictions on travel, assembly and guidance on meetings, shareholders, their proxies and corporate representatives are requested not to attend in person. Shareholders are only able to vote on the Resolutions by proxy.

This document does not constitute or form part of any offer or instruction to purchase, subscribe for or sell any shares or other securities in BlueRock Diamonds plc nor shall it or any part of it or the fact of its distribution form the basis of, or be relied on in connection with, any contract therefore. This document does not constitute an offer to the public of transferable securities.

Certain statements contained in this document are or may constitute "forward looking statements". Such forward looking statements involve risks, uncertainties and other factors which may cause the actual results, performance or achievement of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward looking statements. Such risks, uncertainties and other factors include, among others, changes in the credit markets, changes in interest rates, legislative and regulatory changes, changes in taxation regimes, and general economic and business conditions, particularly in the United Kingdom. The issue of this document shall not imply that there has been no change in the affairs of the Company or in relation to the subject matter of this document or that the information contained in this document is correct as of any date subsequent to the date of issue.

Copies of this document will be available, free of charge, for a period of one month from the date of this document at the Company's registered office, 4th Floor, Reading Bridge House, George Street, Reading, Berkshire, RG1 8LS, during normal business hours on any weekday (Saturdays, Sundays and public holidays excepted).

DEFINITIONS

The following definitions apply throughout this document and the Form of Proxy, unless the context otherwise requires:

“AIM”	the market of that name operated by London Stock Exchange plc
“AIM Rules”	the AIM Rules for Companies, published by the London Stock Exchange plc
“Board”	the board of directors of the Company
“Company” or “BlueRock”	BlueRock Diamonds plc
“Directors”	the directors of the Company
“Form of Proxy”	the form of proxy for use by Shareholders in connection with the General Meeting
“General Meeting”	the general meeting of the Company convened for 10.00 a.m. on 19 March 2021
“Ordinary Shares”	ordinary shares of 5 pence each in the capital of the Company
“Resolutions”	the resolutions set out in the Notice of General Meeting
“Shareholders”	holders of Ordinary Shares

Expected timetable

	2021
Publication and posting of the Circular and the Form of Proxy	4 March
Latest time and date for return of Form of Proxy or CREST proxy instructions for the General Meeting	10.00 a.m. on 17 March
General Meeting	10.00 a.m. on 19 March
Admission to trading on AIM of the Tranche 2 Placing Shares and enablement in CREST	8.00 a.m. on 22 March
Despatch of definitive share certificates for the Tranche 2 Placing Shares in certificated form (where applicable)	w/c 29 March

LETTER FROM THE CHAIRMAN OF BLUEROCK DIAMONDS PLC

(Incorporated in England and Wales with registered number 08248437)

Directors:

*Mike Houston (Executive Chairman)
David Facey (Finance Director and Company Secretary)
Gus Simbanegavi (Chief Operating Office)
Tim Leslie (Non-Executive Director)*

Registered Office:

*4th Floor
Reading Bridge House
George Street
Reading
Berkshire
RG1 8LS*

4 March 2021

To Shareholders and, for information only, to holders of options

Dear Shareholder

Notice of General Meeting

Introduction to the Proposals

The Company is nearing completion of its expansion project (the “Project”) to increase annual production to circa 1,000,000 tonnes per annum up from currently circa 400,000 tonnes per annum.

The Project has been delayed by approximately 4 months due to supply chain issues as a result of Covid-19, an improved specification of the new plant, and excessive rain in December and January, running at five times the average rainfall. Operational cashflow and project costs were also impacted by the extreme weather (26 inches of rain over six weeks resulting in 29 lost production days), as well as low pricing in Q4 2020, mostly due to the lack of competitive sales (no tenders) resulting from Covid-19.

The net proceeds of the Placing will primarily be used to complete the Project and provide working capital to cushion against further disruption.

In order to complete the Project and to provide working capital to cushion against further disruption we are seeking to raise up to around £1,500,000 through a placing of ordinary shares (the “**Placing**”). This was announced on 3 March 2021. £625,000 of the amount being raised in the Placing can be satisfied from the Company’s existing share authorities. Additional share authorities are needed to issue the balance of the shares (the “**Conditional Ordinary Shares**”) being issued in the Placing

As a result we are seeking to increase the Directors’ authority to issue Ordinary Shares and to disapply pre-emption rights on such an issue by a further 6 million Ordinary Shares. This will enable the Board to allot the Conditional Ordinary Shares allowing the Placing to be completed in full and to provide a certain amount of headroom to provide some flexibility until the company’s next Annual General Meeting.

General Meeting

At the end of this document you will find a notice convening the General Meeting to be held in London, UK at 10.00 a.m. on 19 March 2021.

The notice contains the text of the Resolutions that are to be proposed at the General Meeting to authorise the Directors to allot up to 6 million Ordinary Shares and to disapply Shareholders' pre-emption rights under the Companies Act 2006 in respect of those Ordinary Shares.

Provisions For Attendance And Voting at the General Meeting

Due to the ongoing UK Government "stay at home measures" which at the time of publication of this document include a prevention of public gatherings and with a view to holding the General Meeting in a manner consistent with the need to prevent the spread of Covid-19, the Directors have formed the view, which is supported by the Chartered Governance Institute, that attendance in person at a general meeting by a shareholder, other than one specifically required to form the quorum for that meeting, is not essential for work purposes. The Company will procure that a quorum of two Shareholders (currently anticipated to be the Chairman and one other) will be present at the General Meeting. Other Shareholders must not attend the General Meeting in person and any person seeking to attend the General Meeting will be refused entry. The Resolutions will be voted on by way of a poll vote and Shareholders, other than the two Shareholders attending the General Meeting as referred to above, are strongly advised to appoint the chairman of the General Meeting as a proxy to vote on their behalf if they want their vote to count.

Details of how to appoint the chairman of the General Meeting as your proxy are set out on the Form of Proxy. You are free to appoint someone else as your proxy but if you do they will be refused entry to the General Meeting and in those circumstances your vote would not count. If you do not indicate clearly on the Form of Proxy to how you wish the chairman of the General Meeting to vote, the chairman will use his discretion in relation to the resolutions being put before the General Meeting. It is not intended that the above arrangements for holding the General Meeting will be altered, even if there is any relaxation of the current UK Government "stay at home measures".

Action to be taken

Shareholders have been sent a Form of Proxy for use in connection with the General Meeting.

As you will not be permitted to attend the General Meeting in person, you are strongly advised that in order for your vote to count that you complete the Form of Proxy and to return it to the Company's Registrars, Share Registrars Limited, 17 West Street, Farnham, Surrey GU9 7DR (or scanned and emailed to voting@shareregistrars.uk.com (please include "BlueRock Diamonds Plc" and your full name in the subject line of the email)) by not later than 10.00 a.m. on 17 March 2021. Unless the Form of Proxy is received by that time, it will be invalid.

Recommendation

The Directors consider the Resolutions to be proposed at the General Meeting to be in the best interests of the Company and the Shareholders as a whole. Consequently, the Directors unanimously recommend that you vote in favour of the Resolutions to be proposed at the General Meeting, as they intend to do in respect of the Ordinary Shares held, directly or indirectly, by them representing approximately 1.67 per cent. of the total voting rights of the Company.

Yours faithfully

Michael Houston

Chairman

Notice of General Meeting

BlueRock Diamonds plc

(Incorporated in England and Wales with registered number 08248437)

Notice is given that a general meeting of the members of BlueRock Diamonds plc (the "Company") will be held in London, UK at 10.00a.m. on 19 March 2021 for the purpose of considering and, if thought fit, passing the following resolutions.

Resolution 1 will be proposed as an ordinary resolution and resolution 2 will be proposed as a special resolution.

Ordinary resolutions

1. In addition to all existing authorities granted to the directors of the Company (the "Directors") in respect of the allotment of shares in the Company or the granting of rights to subscribe for or to convert any security into shares in the Company ("Rights") but without prejudice to the proper exercise of such authorities, the Directors be and are generally and unconditionally authorised in accordance with section 551 of the Company Act 2006 (the "Act") to exercise all the powers of the Company to allot shares in the Company or grant Rights up to a maximum nominal value of £300,000.

Such authority shall expire at the end of the next annual general meeting of the Company save that the Company may, before such expiry, make an offer or agreement which would, or might, require shares in the Company to be allotted or Rights to be granted after such expiry and the Directors may allot shares in the Company or grant Rights in pursuance of such an offer or agreement as if the authority conferred by this resolution had not expired.

Special resolution

2. In addition to all existing authorities granted to the Directors, the Directors be empowered, in accordance with section 570 of the Act, to allot equity securities (as defined in section 560 of the Act) for cash pursuant to the authority conferred by resolution 1 as if section 561(1) of the Act did not apply to such allotment but without prejudice to the prior exercise of such authorities, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £300,000 and shall expire at the end of the next annual general meeting of the Company, save that the Company may, before such expiry, make an offer or agreement which would, or might, require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the authority conferred by this resolution had not expired.

By order of the Board

David Facey
Company Secretary

Registered Office:
4th Floor
Reading Bridge House
George Street
Reading
Berkshire
RG1 8LS

Date: 4 March 2021

Notes to the Notice of General Meeting

Appointment of proxies

1. As a member of the Company, you are entitled to vote at the meeting but in view of the Covid-19 circumstances all voting will be via proxies, and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
2. A proxy does not need to be a member of the Company but must attend the meeting to represent you. Details of how to appoint the chairman of the meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. However, as the General Meeting will be a closed meeting due to Covid-19, proxies (other than the chairman of the meeting) will be denied entrance and therefore in order for your vote to count you need to appoint the chairman of the meeting as your proxy.
3. Details of how to appoint a proxy using the proxy form are set out in the notes to the proxy form.
4. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as they think fit in relation to any other matter which is put before the meeting.

Appointment of proxy using the proxy form

5. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote. To appoint a proxy using the proxy form, it must be:
 - 5.1 completed and signed;
 - 5.2 sent or delivered to the Company's registrars, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR, or scanned and emailed to voting@shareregistrars.uk.com (please include "BlueRock Diamonds Plc" and your full name in the subject line of the email); and
 - 5.3 received by Share Registrars Limited no later than 10.00 a.m. on 17 March 2021.
6. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
7. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
8. The Company, pursuant to regulation 41 of the Uncertificated Securities Regulations 2001 (SI 2001/3755) and paragraph 18(c) Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009, specifies that only those ordinary shareholders registered in the register of members on 17 March 2021 or, in the event the meeting is adjourned, on the register of members 48 hours excluding non-business days, before the date of any adjourned meeting, shall be entitled to attend or vote at the meeting in respect of the number of ordinary shares in the capital of the Company registered in their name at that time. Changes to entries on the relevant register of securities after that time will be disregarded in determining the rights of any person to attend or vote at the meeting.

Appointment of proxy by joint members

9. In the case of joint holders of shares, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder (being the first named holder in respect of the shares in the Company's register of members) will be accepted.

Changing proxy instructions

10. Where you have appointed a proxy using the hard copy proxy form and would like to change the instructions using another hard copy proxy form, please contact Share Registrars Limited. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence. Note that the cut off time for receipt of proxy forms specified in paragraph 5 also applies in relation to amended instructions. Any amended proxy appointment received after the specified cut off time will be disregarded.

Termination of proxy appointments

11. In order to revoke a proxy instruction, you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
12. The revocation notice must be received by the Company no later than 10.00 a.m. on 17 March 2021.
13. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, your proxy appointment will remain valid.

Corporate representatives

14. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.

Total voting rights

15. As at 6 p.m. on 3 March 2021 (being the last business day prior to the publication of this notice), the Company's issued share capital comprised 9,086,657 ordinary shares of £0.05 each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 6 p.m. on 3 March 2021 is 9,086,657.

Communication

16. Except as provided above, members who have general queries about the meeting should contact the Company's registrar, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR.

