Quarterly Report
For the period ended 31 March 2016

ROX RESOURCES

HIGHLIGHTS

Fisher East Nickel Project, WA

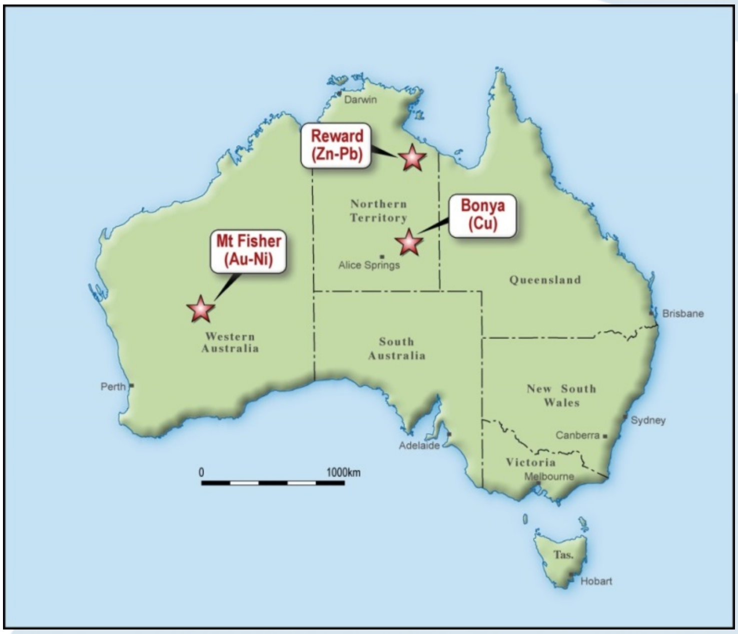
- **Updated Mineral resource of 4.2 Million tonnes grading 1.9% nickel for 78,000 tonnes of contained nickel**
- **91% of Mineral Resource now in Indicated category**
- **Maiden Cannonball Mineral Resource of 0.26 Million tonnes grading 2.8% nickel for 7,300 tonnes of contained nickel**
- **High grade portion of total Mineral Resource of 0.5 Million tonnes grading 4.6% nickel for 21,100 tonnes of contained nickel**
- **Pre-Feasibility level mining study showed similar outcomes to Scoping Study**

Reward Zinc-Lead Project, NT

- **New target for mineralisation identified at the Surprise Creek prospect**

Mt Fisher Gold Project, WA

- **Re-appraisal of project underway**



Rox Project Location Map

Rox Resources Limited
Level 1
34 Colin Street
WEST PERTH WA 6005

Telephone: (61 8) 9226 0044
Facsimile: (61 8) 9325 6254

FISHER EAST NICKEL PROJECT, WA (Rox 100% & option to purchase 100%)

Mineral Resource Update

An updated Mineral Resource of **4.2 Mt @ 1.9% Ni for 78,000 tonnes of contained nickel metal** was released during the quarter (ASX:RXL 5 February 2016).

This represents an increase of 8% in contained nickel, on the previous mineral resource. The proportion of Indicated Resource increased to 91% allowing for most of the resource to be able to be classified as an ore reserve at the appropriate time.

Revised modelling parameters resulting from a better understanding of the geological and metallurgical aspects of the deposits allowed better definition of the Mineral Resource, with the massive and disseminated sulphide mineralised zones now clearly separated, defined and modelled.

The high grade massive and blebby sulphide portion of the resource is **0.5 Mt @ 4.6% Ni** for 21,100 tonnes of contained nickel.

Added to the total Fisher East Mineral Resource was the Cannonball deposit with **0.26 Mt @ 2.8% Ni** for 7,300 tonnes of contained nickel. The deposit is still open at depth, with un-tested downhole EM anomalies still to be drilled.

Due to re-modelling and separation of massive sulphides from disseminated sulphides, the Camelwood Mineral Resource was updated to **2.0 Mt @ 1.9% Ni** for 39,000 tonnes of contained nickel.

Incorporation of recent drilling, and re-modelling and separation of massive sulphides from disseminated sulphides resulted in an updated Mineral Resource for Musket of **1.9 Mt @ 1.7% Ni** for 31,600 tonnes of contained nickel.

Indicated resources now account for 91% of the total resource:

Indicated: **3.7 Mt @ 1.9% nickel** (for 71,000 tonnes of contained nickel)
Inferred: **0.5 Mt @ 1.5% nickel** (for 7,000 tonnes of contained nickel)

Other sub-divisions of the Mineral Resource include:

Massive & Blebby Sulphides:	**0.5 Mt @ 4.6% Ni** for 21,100 t of contained nickel
Higher grade disseminated sulphides:	**3.0 Mt @ 1.6% Ni** for 48,300 t of contained nickel
Low grade disseminated sulphides:	**0.7 Mt @ 1.2% Ni** for 8,500 t of contained nickel

Details can be reviewed in Tables 1 – 3 and Figures 1-4 below.

Table 1: Combined and Individual Deposit Mineral Resource Estimates at 1.0% Cut-Off Grade

		Current Resource Estimate			Previous Resource Estimate		
Deposit	Category	Tonnes (Mt)	Grade Ni%	Contained Metal Nickel (kt)	Tonnes (Mt)	Grade Ni%	Contained Metal Nickel (kt)
Camelwood	Indicated	1.7	2.0	34.0	0.6	2.4	13.8
	Inferred	0.3	1.5	5.0	1.0	2.1	20.8
	Total	**2.0**	**1.9**	**39.0**	**1.6**	**2.2**	**34.6**
Cannonball	Indicated	0.24	2.9	7.0			
	Inferred	0.02	1.9	0.3			
	Total	**0.26**	**2.8**	**7.3**			
Musket	Indicated	1.8	1.7	30.0	1.2	2.0	24.0
	Inferred	0.1	1.5	1.6	0.9	1.5	13.5
	Total	**1.9**	**1.7**	**31.6**	**2.1**	**1.8**	**37.5**
TOTAL	Indicated	3.7	1.9	71.0	1.8	2.1	37.8
	Inferred	0.5	1.5	7.0	1.9	1.8	34.3
	Total	**4.2**	**1.9**	**78.0**	**3.6**	**2.0**	**72.1**

Notes: Figures may not add up exactly due to rounding errors.
Current Resource Estimate (ASX:RXL 5 February 2016)
Previous Resource Estimates (ASX:RXL 9 October 2013, 4 September 2014)

Table 2: Combined and Individual Deposit (Indicated Plus Inferred) Mineral Resource Estimates at 1.0% Cut-Off Grade by Mineralisation Type

Deposit	Type	Tonnes (Mt)	Grade Ni%	Contained Metal Nickel (kt)
Camelwood	Massive	0.2	4.6	10.1
	Hi Disseminated	1.1	1.9	21.0
	Lo Disseminated	0.7	1.2	7.9
	Total	**2.0**	**1.9**	**39.0**
Cannonball	Blebby	0.21	3.2	6.7
	Lo Disseminated	0.05	1.2	0.6
	Total	**0.26**	**2.8**	**7.3**
Musket	Massive	0.04	11.7	4.3
	Hi Disseminated	1.9	1.5	27.3
	Total	**1.9**	**1.7**	**31.6**
TOTAL	Massive	0.3	5.6	14.4
	Blebby	0.2	3.2	6.7
	Hi Disseminated	3.0	1.6	48.3
	Lo Disseminated	0.7	1.2	8.5
	Total	**4.2**	**1.9**	**78.0**

Note: Figures may not add up exactly due to rounding errors.

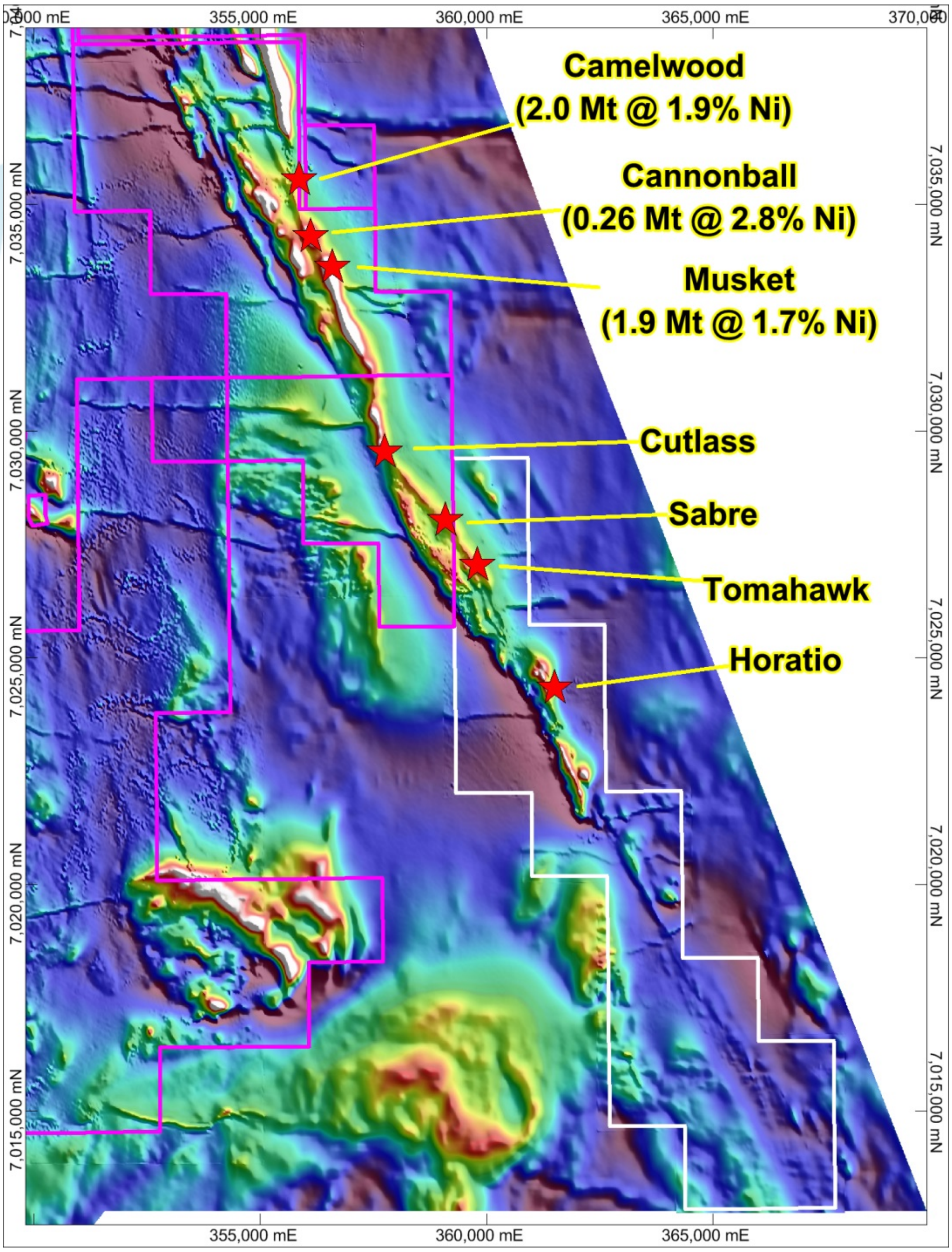


Figure 1: Location of Fisher East Nickel Sulphide Deposits and Prospects

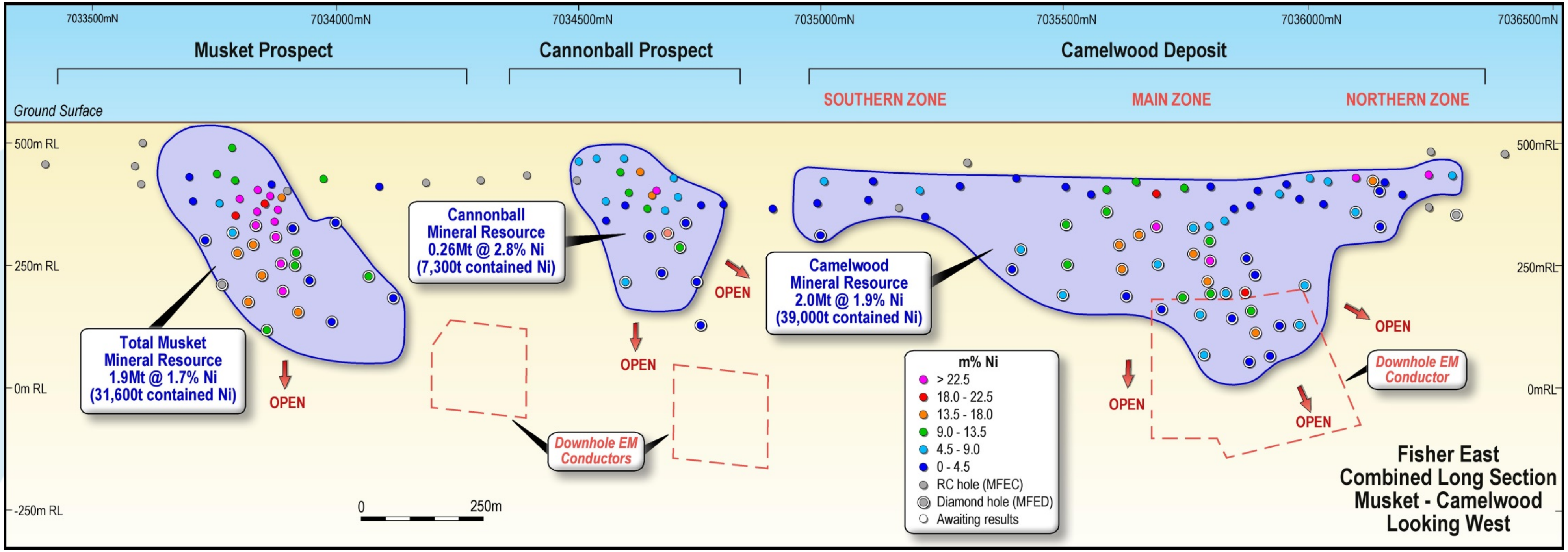


Figure 2: Camelwood-Musket Long Section showing Mineral Resource Outlines

Table 3: Total Fisher East (Indicated and Inferred) Mineral Resource at Various Cut-Off Grades

Ni% cut-off	Tonnes (Mt)	Grade Ni%	Contained Metal Nickel (t)
0.00	12.5	1.0	120.3
0.50	7.7	1.3	103.4
0.75	5.7	1.6	91.1
1.00	**4.2**	**1.9**	**78.0**
1.25	3.1	2.1	65.3
1.50	2.1	2.5	52.0
2.00	0.9	3.5	32.0

Note: Figures may not add up exactly due to rounding errors.

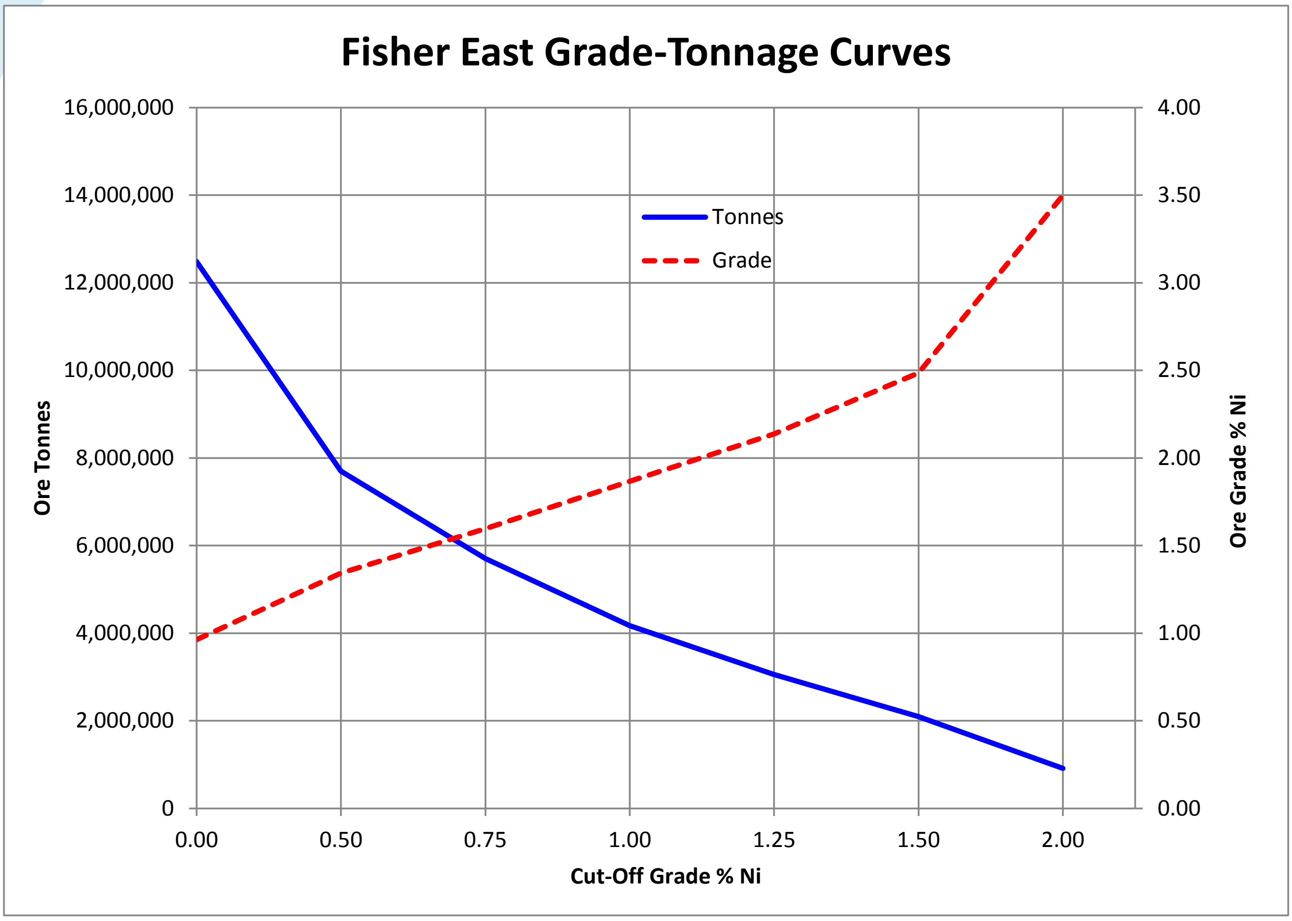


Figure 3: Grade Tonnage Curve Based on Data listed in Table 3

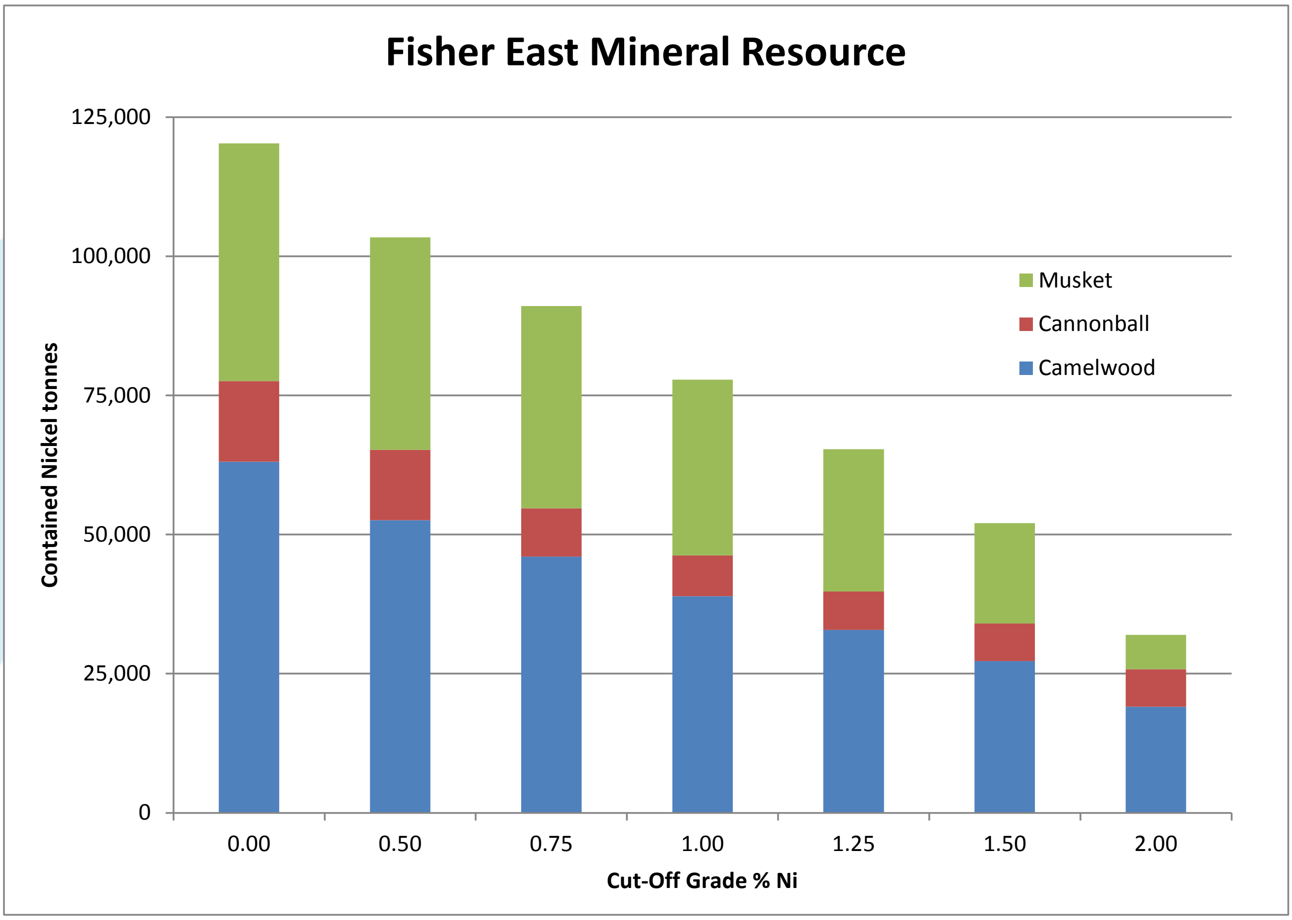


Figure 4: Total Resource (Indicated Plus Inferred) (contained nickel tonnes) based on cut-off grade and deposit

Mining Pre-Feasibility Study

The mining portion of the Pre-Feasibility Study for the Fisher East nickel sulphide project was completed. While providing a greater accuracy of estimates, the results were not materially different to the Scoping Study results:

- The optimum extraction method is underground mining using a long-hole open stoping with cement aggregated fill. A possible variation could be the "Avoca" method, which is an un-aggregated fill. These methods achieve a 95% mining recovery.
- The mining cost was estimated to be A$63.50/tonne, which together with the other associated operating costs (e.g. processing, transport etc.) gives an overall operating cost of approximately A$130/tonne, with is in line with the A$132/tonne estimate in the Scoping Study (ASX:RXL 17 February 2015).
- Because of the development (and therefore cost) required to access the ore, a larger tonnage – lower grade mining approach (600,000 tpa) produces a better overall financial outcome than a high-grade mining approach.
- An onsite mill (vs. offsite toll milling) is the most profitable processing option.
- Additional ore tonnes create substantial additional value.
- The project is highly sensitive to nickel price, exchange rate and operating costs.
- There is scope to optimise the mining plan further.
- No significant environmental issues identified from baseline studies.

The results indicate that in the right price environment the project can be very profitable. However, further pre-feasibility level work is on hold until a recovery of the nickel price to levels close to what could support the development of the project.

Next Quarter's Activities

- Aircore and RC drilling is being designed to follow up on excellent results achieved during the third quarter of 2015.
- Evaluation of the results from the Pre-Feasibility Mining Study to determine further options for the project.

MT FISHER GOLD PROJECT, WA (Rox 100% & option to purchase 100%)

As previously announced (ASX:RXL 15 March 2016), a review of the project is underway. An existing Mineral Resource of **973,000 tonnes grading 2.75 g/tAu** (ASX:RXL 10 February 2012) is present on the tenements (Table 4, Figure 5).

Table 4: Mineral Resources – Mt Fisher, 0.8 g/tAu minimum cut-off

Deposit	Category	Tonnes	Uncut		Cut		
			Grade (g/tAu)	Metal (Ozs)	Grade (g/tAu)	Metal (Ozs)	Value (g/tAu)
Moray Reef	Measured	25,700	10.84	8,957	7.96	6,577	80
	Indicated	4,900	6.09	959	5.95	937	80
	Inferred	1,200	3.87	149	3.87	149	80
	TOTAL	**31,800**	**9.85**	**10,066**	**7.50**	**7,664**	80
Mt Fisher	Measured	119,600	3.72	14,304	3.60	13,843	50
	Indicated	56,700	3.62	6,599	3.62	6,599	50
	Inferred	38,900	3.44	4,302	3.41	4,265	50
	TOTAL	**215,200**	**3.64**	**25,206**	**3.57**	**24,707**	50
Damsel	Measured	26,600	2.91	2,489	2.68	2,292	30
	Indicated	143,300	2.47	11,380	2.39	11,011	30
	Inferred	556,100	2.34	41,837	2.26	40,407	30
	TOTAL	**726,000**	**2.39**	**55,705**	**2.30**	**53,710**	30
TOTAL	Measured	171,900	4.66	25,750	4.11	22,712	
	Indicated	204,900	2.87	18,938	2.82	18,548	
	Inferred	596,200	2.41	46,288	2.34	44,821	
	TOTAL	**973,000**	**2.91**	**90,976**	**2.75**	**86,080**	

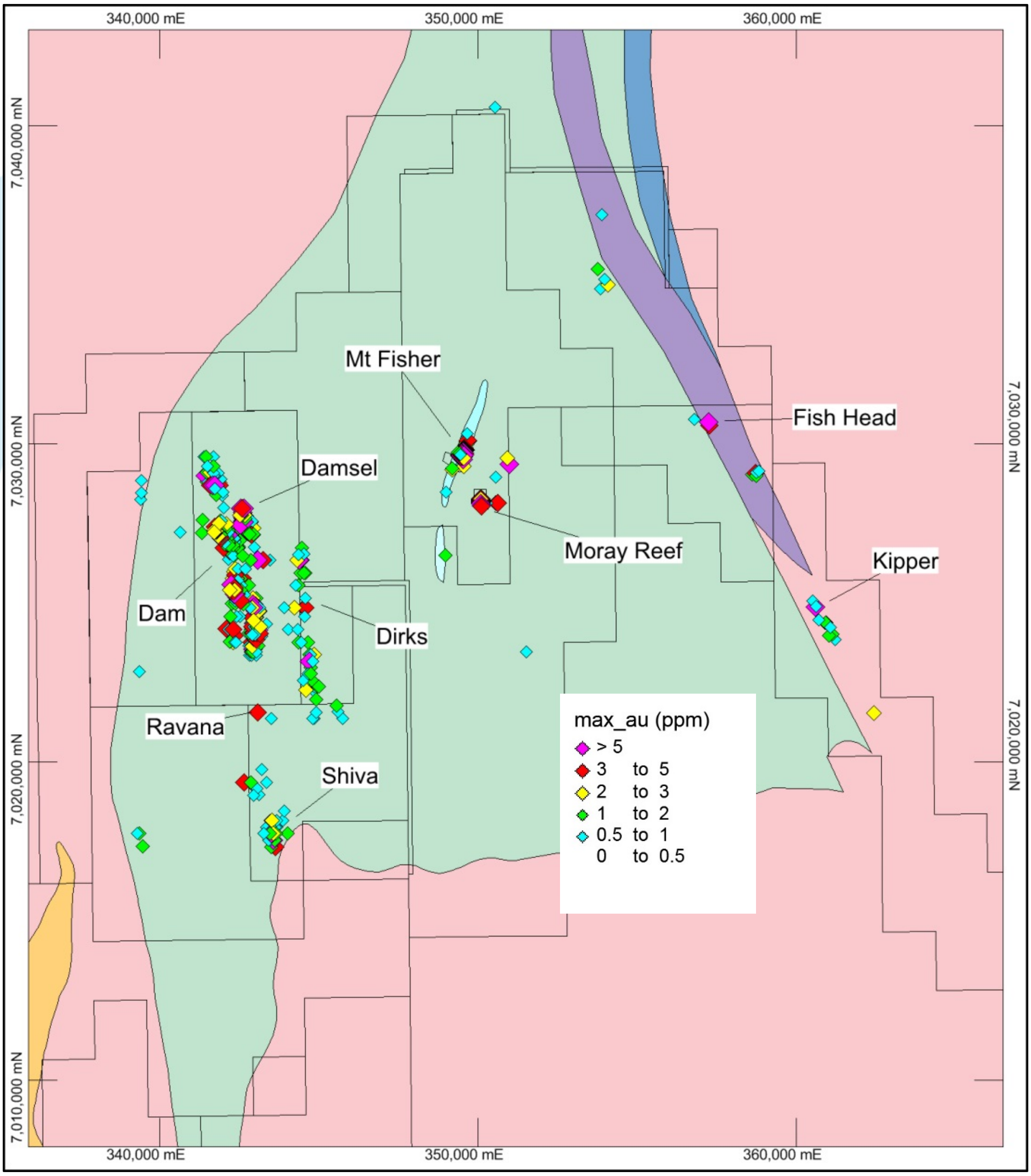


Figure 5: Gold Prospects showing Maximum gold in hole

REWARD ZINC-LEAD PROJECT, NT (Rox 49%, Teck 51% with option exercised to increase to 70%)

During the quarter, project manager Teck Australia Pty Ltd ("Teck") completed the Annual Report to the NT Mines Department, continued development of the Surprise Creek prospect as a new target for zinc-lead mineralisation, revised the 3D model for the Teena deposit, completed QA/QC and re-logging of Teena drilling from campaigns in 2013 and 2014.

Target Generation

Mapping at the Surprise Creek prospect (Figure 6) led to the interpretation of a possible cross-section which indicated that room might exist for the accumulation of zinc-lead mineralisation of sufficient volume to be of interest. Follow up work will include geophysics and geochemistry.

Seismic Interpretation

The processing and interpretation of a seismic section acquired during the 4th quarter of 2015 continued. Data verification was undertaken during the current quarter. Results are expected in Q2 2016.

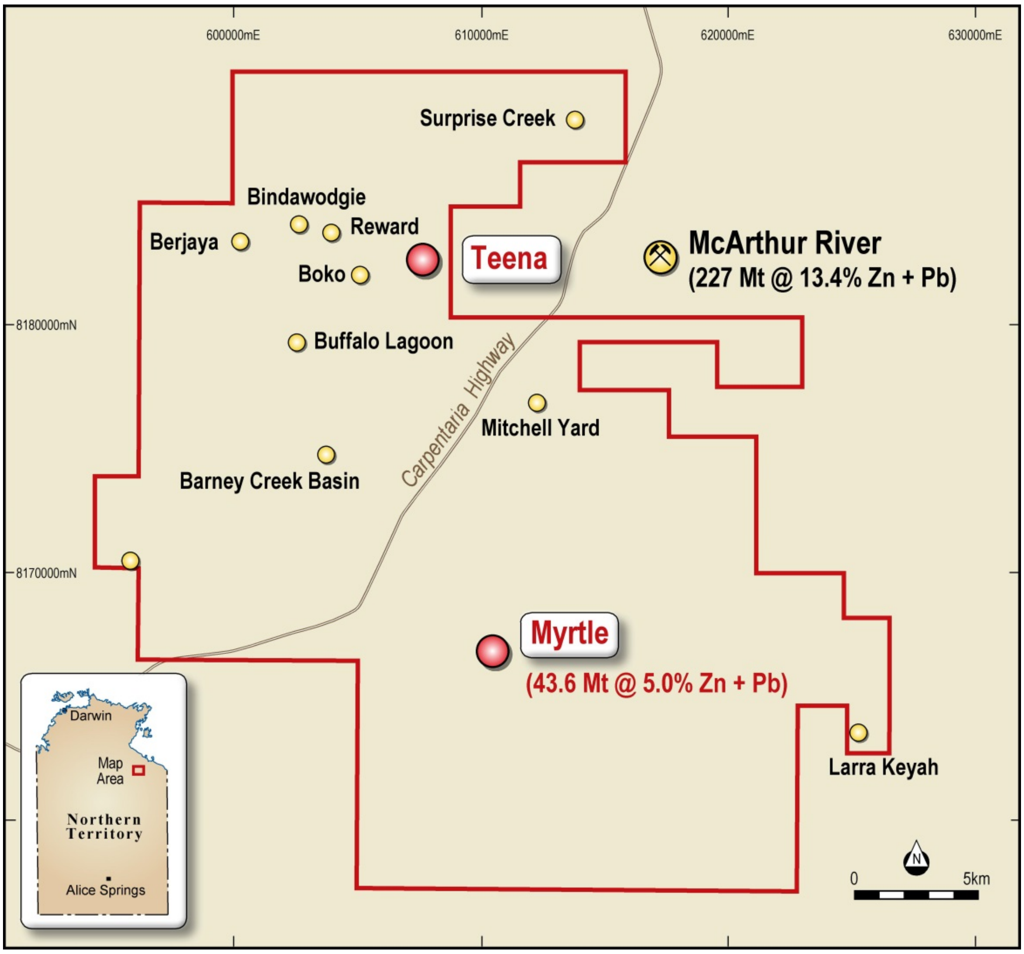


Figure 6: Reward Project Tenement Plan showing prospect locations

*(Myrtle Mineral Resource, ASX:RXL 15 March 2010; McArthur River Mineral Resource, *Leach et. al., 2005, Economic Geology 100th Anniversary Volume, pp561-607)*

Expenditure

During the quarter Teck's unaudited expenditure was ~$169,000, bringing their total expenditure to ~$13.85 Million.

The Reward project is subject to an option/joint venture (JV) agreement between Rox (49%) and Teck Australia Pty Ltd ("Teck") (51%), a subsidiary of Teck Resources Limited. Teck has elected to exercise the option to increase their JV interest to 70% by expending up to $15 million in total by 31 August 2018. Once Teck has reached 70%, Rox can either contribute at 30% or dilute using an industry standard formula.

Rox has announced that it is seeking to commercialise its interest in the project either by way of outright sale to a third party, or by a spin-off into a dedicated zinc company (ASX:RXL 3 November 2015). The Company is continuing to actively explore these options.

Next Quarter's Activities

- Continued mapping and working up of other targets, such as Surprise Creek.
- Geophysical surveys at Buffalo Lagoon, Barney Creek and Reward West.
- Completion of Teena re-logging.
- 2016 field season planning.

BONYA COPPER PROJECT, NT (Rox 51%, earning up to 70%)

No activity occurred on the project during the quarter.

CORPORATE

As of 31 March 2016, the company's cash balance was $1.1 million.

Dated this 28th day of April 2016.

Signed on behalf of the Board of Rox Resources Limited.

Ian Mulholland

IAN MULHOLLAND
Managing Director

Competent Person Statements:

The information in this report that relates to nickel Mineral Resources for the Mt Fisher project was reported to the ASX on 5 February 2016. Rox confirms that it is not aware of any new information or data that materially affects the information included in the announcement of 5 February 2016, and that all material assumptions and technical parameters underpinning the estimates in the announcement of 5 February 2016 continue to apply and have not materially changed.

The information in this report that relates to previous Exploration Results and Mineral Resources for the Reward Zinc-Lead, and Bonya Copper projects and for the gold Mineral Resource defined at Mt Fisher, was either prepared and first disclosed under the JORC Code 2004 or under the JORC Code 2012, and has been properly and extensively cross-referenced in the text. In the case of the 2004 JORC Code Exploration Results and Mineral Resources, they have not been updated to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

About Rox Resources

Rox Resources Limited is an emerging Australian minerals exploration company. The company has three key assets at various levels of development with exposure to gold, nickel, zinc, lead, and copper, including the Mt Fisher Gold Project (WA), Myrtle/Reward Zinc-Lead Project (NT), and the Bonya Copper Project (NT).

Mt Fisher Gold-Nickel Project (100% + Option to Purchase)

The Mt Fisher gold project is located in the highly prospective North Eastern Goldfields region of Western Australia and in addition to being well endowed with gold the project hosts strong nickel potential. The total project area is 675km^2, consisting of a 600km^2 area 100% owned by Rox and an Option to purchase 100% of a further 75km^2 of nickel and gold prospective ground.

Discovery of, and drilling at the Camelwood, Cannonball and Musket nickel prospects has defined a JORC 2012 Mineral Resource (ASX:RXL 5 February 2016) of **4.2Mt grading 1.9% Ni** reported at 1.0% Ni cut-off (Indicated Mineral Resource: 3.7Mt grading 1.9% Ni, Inferred Mineral Resource: 0.5Mt grading 1.5% Ni) comprising massive and disseminated nickel sulphide mineralisation, and containing 78,000 tonnes of nickel. Higher grade mineralisation is present in all deposits (refer to ASX announcement above), and is still open at depth beneath each deposit. Additional nickel sulphide deposits continue to be discovered (e.g. Sabre) and these will add to the resource base. Exploration is continuing to define further zones of potential nickel sulphide mineralisation.

Drilling by Rox has also defined numerous high-grade gold targets and a JORC 2004 Measured, Indicated and Inferred Mineral Resource (ASX:RXL 10 February 2012) of **973,000 tonnes grading 2.75 g/t Au** reported at a 0.8 g/tAu cut-off exists for 86,000 ounces of gold (Measured: 171,900 tonnes grading 4.11 g/t Au, Indicated: 204,900 tonnes grading 2.82 g/t Au, Inferred: 596,200 tonnes grading 2.34 g/t Au) aggregated over the Damsel, Moray Reef and Mt Fisher deposits.

Reward Zinc-Lead Project (49% + Farm-out Agreement diluting to 30%)

Rox has signed an Earn-In and Joint Venture Agreement with Teck Australia Pty Ltd. ("Teck") to explore its highly prospective 670km^2 Myrtle/Reward zinc-lead tenements, located 700km south-east of Darwin, Northern Territory, adjacent to the McArthur River zinc-lead mine.

The first deposit explored, Myrtle, has a current JORC 2004 zinc-lead Mineral Resource (ASX:RXL 15 March 2010) of **43.6 Mt @ 5.04% Zn+Pb** reported at a 3.0% Zn+Pb cut-off (Indicated: 5.8 Mt @ 3.56% Zn, 0.90% Pb; Inferred: 37.8 Mt @ 4.17% Zn, 0.95% Pb).

Drilling at the Teena zinc-lead prospect includes intersections of **38.8m @ 16.9% Zn+Pb, 26.4m @ 13.3% Zn+Pb,** and **20.1m @ 15.0% Zn+Pb**, and together with historic drilling has defined significant new high grade zinc-lead mineralisation over a strike length of at least 1.9km (ASX:RXL 5 August 2013, 26 August 2013, 18 September 2013, 11 October 2013, 27 October 2014, 10 November 2014, 15 December 2014, 29 September 2015, 9 November 2015, 17 November 2015, 17 December 2015). Teena is the most significant new discovery of zinc in Australia since Century in 1990.

Under the terms of the Agreement, Teck has earned a 51% interest, with Rox holding the remaining 49%. Teck has elected to earn a further 19% (for 70% in total) by spending an additional A$10m by 31 August 2018 (ASX:RXL 21 August 2013).

Bonya Copper Project (51% + Farm-in Agreement to earn up to 70%)

Rox (51%) is exploring the Bonya Copper Project located 350km east of Alice Springs, Northern Territory, in joint venture with Arafura Resources Limited (49%) (ASX:ARU). Outcrops of visible copper grading up to 34% Cu and 27 g/t Ag are present, with the style of mineralisation similar to the adjacent Jervois copper deposits (see ASX:KGL). Drill testing has intersected visible copper mineralisation at three prospects, with massive copper sulphides intersected at the Bonya Mine prospect, including **38m @ 4.4% Cu** and **11m @ 4.4% Cu** (ASX:RXL 20 October 2014, 5 November 2014, 1 December 2014).

Under the Farm-in Agreement Rox has earned a 51% interest in the copper, lead, zinc, silver, gold, bismuth and PGE mineral rights at Bonya after spending $500,000 (ASX:RXL 16 December 2014). Rox has elected to earn a further 19% (for 70% in total) by spending a further $1 million by 10 December 2016.

APPENDIX 5B

Mining Exploration Entity Quarterly Report

Name of entity

ROX RESOURCES LIMITED

ACN or ARBN	Quarter ended ("current quarter")
107 202 602	**31 March 2016**

Consolidated statement of cash flows

		Current Quarter A$'000	Year to Date (9 months) $A'000
	Cash flows related to operating activities		
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for: (a) exploration and evaluation	(160)	(1,048)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(70)	(912)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	3	11
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other	-	-
	Net Operating Cash Flows	(227)	(1,949)
	Cash flows related to investing activities		
1.8	Payment for purchases of:		
	(a) prospects	-	(2,300)
	(b) equity investments	-	-
	(c) other fixed assets	-	-
1.9	Proceeds from sale of: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	-
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other -	(2)	(22)
	Net investing cash flows	(2)	(2,322)
1.13	Total operating and investing cash flows (carried forward)	(229)	4,271

1.13	Total operating and investing cash flows (brought forward)	(229)	(4,271)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares (net of costs)	(89)	1,798
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other	-	-
	Net financing cash flows	(89)	1,798
	Net increase (decrease) in cash held	(318)	(2,473)
1.20	Cash at beginning of quarter/year to date	1,440	3,595
1.21	Exchange rate adjustments to 1.20	-	-
1.22	**Cash at end of quarter**	1,122	1,122

Payments to directors of the entity and associates of the directors
Payments to related entities of the entity and associates of the related entities

		Current quarter $A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	141
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

N/A

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

During the quarter Teck Australia Pty Ltd expended $0.17 million towards its earn-in on the Reward Joint Venture in Northern Territory.

Financing facilities available
Add notes as necessary for an understanding of the position.

	Amount available $A'000	Amount used $A'000
3.1 Loan facilities	-	-
3.2 Credit standby arrangements	-	-

Estimated cash outflows for next quarter

		$A'000
4.1	Exploration and evaluation	200
4.2	Development	-
4.3	Production	-
4.4	Administration	150
	Total	350

Reconciliation Of Cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.		Current quarter $A'000	Previous quarter $A'000
5.1	Cash on hand and at bank	974	1,292
5.2	Deposits at call	148	148
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
	Total: cash at end of quarter (item 1.22)	1,122	1,440

Changes in interests in mining tenements – Refer to Annexure 1 for list of all mining tenements.

		Tenement reference	Nature of Interest	Interest at beginning of quarter	Interest at end of quarter
6.1	Interest in mining tenements relinquished, reduced or lapsed	-	-	-	-
6.2	Interest in mining tenements acquired or increased	-	-	-	-

Issued and quoted securities at end of current quarter

Compliance statement

	Total number	Number quoted	Issue price per security (cents)	Amount paid up per security (cents)
7.1 **Preference securities** *(description)*	-			
7.2 Changes during quarter	-			
7.3 **Ordinary securities**	1,180,725,015	1,180,725,015		
7.4 Changes during quarter - Issued				
7.5 **Convertible debt securities** *(description and conversion factor)*	-			
7.6 Changes during quarter	-			
7.7 **Options**			*Exercise Price*	*Expires*
(description and conversion factor)	1,250,000	Nil	$0.057	28 Feb 2017
	21,437,301	Nil	$0.08	31 Mar 2017
	17,500,000	Nil	$0.056	30 Nov 2017
	21,850,000	Nil	$0.027	30 Nov 2018
7.8 Issued during quarter				
7.9 Exercised during quarter	-	-	-	-
7.10 Expired during quarter				
7.11 **Debentures** *(totals only)*	-	-	-	-
7.12 **Unsecured notes** *(totals only)*	-	-		

1. This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Law or other standards acceptable to ASX.

2. This statement does give a true and fair view of the matters disclosed.

Sign here: Date: 28 April 2016

Company Secretary

Print Name: Brett Dickson

Annexure 1 – Mining Tenements

Project	Tenement Number	Interest	Interest Held
Reward, NT	EL10316	All Minerals	49%
	EL26406*	All Minerals except Diamonds	49%
	EL27541	All Minerals	49%
	EL30042*	All Minerals except Diamonds	49%

Teck Australia Pty Ltd is earning a 70% interest in all of the Reward project tenements
* Legend International Holdings has rights to diamonds on EL26406 and portions of EL30042

Mt Fisher, WA	E53/1061	All Minerals	100%
	E53/1106	All Minerals	100%
	E53/1218	All Minerals	100%
	E53/1219	All Minerals	100%
	E53/1250	All Minerals	100%
	E53/1716	All Minerals	100%
	M53/09	All Minerals	100%
	P53/1625	All Minerals	100%
	E53/1836	All Minerals	100%
	E53/1318	All Minerals	100%
	E53/1319	All Minerals	100%
	E53/1465	All Minerals	100%
	P53/1496	All Minerals	100%
	P53/1497	All Minerals	100%
	M53/127	All Minerals	100%

Rox Resources holds an option to acquire 100% of the following Mt Fisher tenements

	E53/1788	All Minerals	-
	E53/1802	All Minerals	-

Bonya	EL29701**	Cu, Pb, Zn, Au, Ag, Bi, PGE'S	51%
	EL29599	All Minerals	100%

** Rox may earn up to a 70% interest in this tenement