



29 July 2019

Mr J Coupe
ASX Limited
Level 40, Central Park
152-158 St. George's Terrace
PERTH WA 6000

Dear Jessica,

Price Query

Further to your letter, by email, of today's date we advise as follows, for clarity we have used the same numbering as in your message.

1. Is RXL aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities?

No

2. If the answer to question 1 is "yes", is RXL relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1; can an announcement be made immediately; If not, why not and when is it expected that an announcement will be made?

Not Applicable

3. If the answer to question 1 is "no", is there any other explanation that RXL may have for the recent trading in its securities?

On 10 April 2019 the Company announced it acquired a 50% interest in the 1.2Moz Au Youanmi Gold Mine and up to a 50% interest in the gold rights to the broader Youanmi shear zone which includes a significant tenure position along strike and surrounding the high-grade Penny West gold deposit. Since that announcement there has been a steady increase in the price of and volume traded of the Company's shares.

On 22 July 2019 the Company's joint venture partner, Venus Metals Corporation Limited announced RC drilling had recommenced at the Currans Find prospect and that in early August a 5,000m aircore drilling program will commence north of the historical Penny West gold mine, the historical Magenta and Columbia gold prospects, and the recent Penny North gold discovery by Spectrum Minerals Ltd, c. 2-4km to the south and along strike of the area to be tested by the AC program.

Additionally, and importantly, on the morning of 29 July 2019 (this morning) Spectrum Metals Limited announced high-grade extensions at Penny North deposit which lies along strike for the joint venture area.

4. Please confirm that RXL is complying with the Listing Rules and, in particular, listing rule 3.1.

Rox confirms it is in compliance with the Listing Rules and, in particular Listing Rule 3.1 in particular.

5. Please confirm that RXL's responses to the questions above have been authorised and approved under its published continuous disclosure policy or otherwise by its board or as officer of RXL with delegated authority from the board to respond to ASX on disclosure matters.

Rox confirms this response has been appropriately authorised.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Brett Dickson', with a stylized flourish at the end.

Brett Dickson
Company Secretary



29 July 2019

Mr Brett Dickson
Company Secretary
Rox Resources Limited
Level 1, 34 Colin Street
West Perth WA 6005

By email: bdickson@roxresources.com.au

Dear Mr Dickson

Rox Resources Limited ('RXL'): Price Query

We note the change in the price of RXL's securities from a low of \$0.014 to a high of \$0.017 today.

We also note the significant increase in the volume of RXL's securities traded from 26 July 2019 to 29 July 2019.

Request for Information

In light of this, ASX asks RXL to respond separately to each of the following questions and requests for information:

1. Is RXL aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities?
2. If the answer to question 1 is "yes".
 - (a) Is RXL relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1? Please note that the recent trading in RXL's securities would suggest to ASX that such information may have ceased to be confidential and therefore RXL may no longer be able to rely on Listing Rule 3.1A. Accordingly, if the answer to this question is "yes", you need to contact us immediately to discuss the situation.
 - (b) Can an announcement be made immediately? Please note, if the answer to this question is "no", you need to contact us immediately to discuss requesting a trading halt (see below).
 - (c) If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?
3. If the answer to question 1 is "no", is there any other explanation that RXL may have for the recent trading in its securities?
4. Please confirm that RXL is complying with the Listing Rules and, in particular, Listing Rule 3.1.
5. Please confirm that RXL's responses to the questions above have been authorised and approved under its published continuous disclosure policy or otherwise by its board or an officer of RXL with delegated authority from the board to respond to ASX on disclosure matters.

When and where to send your response

This request is made under Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by no later than **11 AM AWST today Monday, 29 July 2019**. If we do not have your response by then, ASX will likely suspend trading in RXL's securities under Listing Rule 17.3. You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, RXL's obligation is to disclose the

information “immediately”. This may require the information to be disclosed before the deadline set out in the previous paragraph.

ASX reserves the right to release a copy of this letter and your response on the ASX Market Announcements Platform under Listing Rule 18.7A. Accordingly, your response should be in a form suitable for release to the market. Your response should be sent to me by e-mail at ListingsCompliancePerth@asx.com.au. It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

Listing Rules 3.1 and 3.1A

Listing Rule 3.1 requires a listed entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity’s securities. Exceptions to this requirement are set out in Listing Rule 3.1A. In responding to this letter, you should have regard to RXL’s obligations under Listing Rules 3.1 and 3.1A and also to Guidance *Note 8 Continuous Disclosure: Listing Rules 3.1 – 3.1B*. It should be noted that RXL’s obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

Trading halt

If you are unable to respond to this letter by the time specified above, or if the answer to question 1 is “yes” and an announcement cannot be made immediately, you should discuss with us whether it is appropriate to request a trading halt in RXL’s securities under Listing Rule 17.1. If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.

We may require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted.

You can find further information about trading halts in Guidance Note 16 *Trading Halts & Voluntary Suspensions*.

Suspension

If you are unable to respond to this letter by the time specified above ASX will likely suspend trading in RXL’s securities under Listing Rule 17.3.

Enquiries

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

Jessica Coupe

Adviser, Listings Compliance (Perth)