

Quarterly Report

For the period ended 30 September 2015



HIGHLIGHTS

Fisher East Nickel Project, WA

- Aircore Drilling program successfully completed
 - Three new zones of potential nickel sulphide mineralisation identified
 - Highly anomalous values of nickel, copper and PGEs coincident with EM conductors
 - Nickel sulphides drilled at the Mt Tate prospect
- Pre-Feasibility Study underway

Reward Zinc-Lead Project, NT

- Spectacular intersection from first hole drilled at Teena this year
 - 38.8m @ 16.9% Zn+Pb from 1068.9m, including
20.0m @ 22.4% Zn+Pb from 1076.0m
- Three more holes drilled with assays pending

Bonya Copper Project, NT

- Drilling program planned for second half of 2015

Corporate

- Stephen Dennis appointed as a non-executive director, to become Chairman when current Chairman, Jeff Gresham retires at the AGM in November
- Cash at the end of the quarter was \$0.657 million

INTRODUCTION

During the third quarter of 2015 the Company has carried out aircore drilling and undertaken pre-feasibility studies on the Fisher East nickel sulphide project in Western Australia, and received assays from drilling at the Teena prospect (Reward zinc project) in the Northern Territory.

At Fisher East:

- Aircore drilling was undertaken to test a number of new EM conductors with fresh nickel sulphides intersected at the Mt Tate prospect.
- Baseline environmental studies continued.
- Pre-Feasibility Studies continued.

At the Reward zinc-lead project in the Northern Territory:

- Spectacular assay results from the first deep hole drilled at Teena this year were received.
- Three more holes were drilled with assays pending.
- Geochemical and geophysical surveys were undertaken to test regional targets.

At the Bonya copper project in the Northern Territory:

- RC drilling is planned for the second half of 2015.

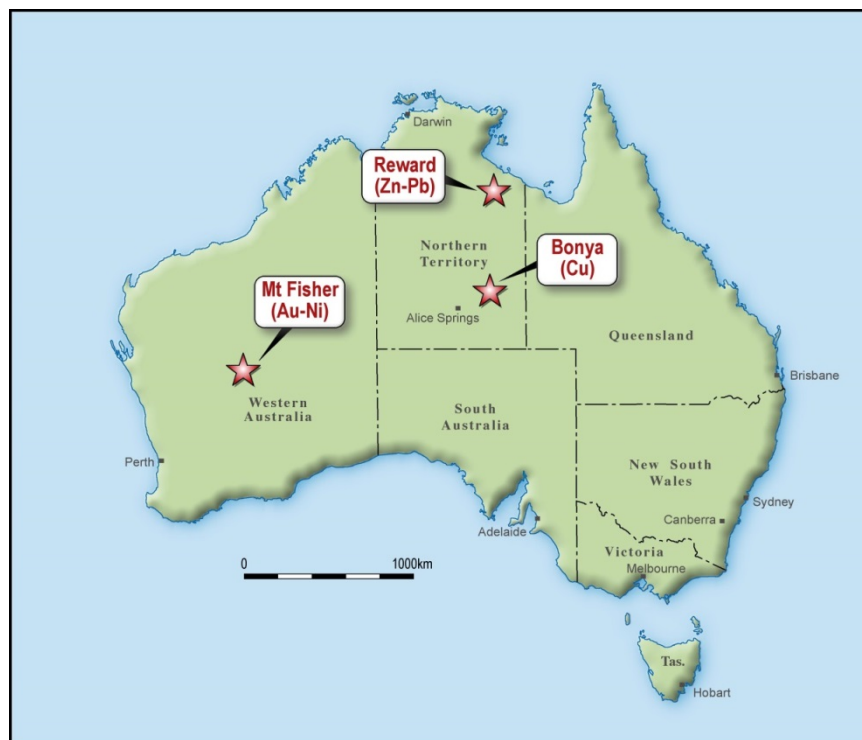


Figure 1: Rox Project Location Map

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

Aircore Drilling

An aircore drilling program of 59 holes for 3,586 metres was completed to test a number of EM conductors identified from previous airborne VTEM surveys.

Drilling of three EM conductors returned highly anomalous nickel, copper and platinum group element (PGE) values, including the existing Mt Tate prospect and EM conductors MTVTEM_03 and MTVTEM_05 (now collectively named the Horatio prospect) (Figure 3). A number of strong RC drill targets have been generated that warrant testing.

Of particular interest was hole FEAC396 at the Mt Tate prospect (Figure 4) which intersected nickel sulphide mineralisation in the last sample of the hole. The hardness of the sulphides and siliceous cap material (Figure 2) prevented the aircore hole from penetrating deeper, and a follow-up RC drilling program is being planned. Individual chips of the nickel sulphides returned 2-3% Ni when analysed with a portable XRF.

Gossanous material (weathered nickel sulphides) was present in some of the other geochemically anomalous drill holes.

Full drilling details are listed in Table 1, with result highlights being:

| | |
|---------|-------------------------------------------------------------|
| FEAC351 | 6m @ 0.30% Ni, 118 ppm Cu, 57ppb PGE (Pd+Pt+Au) from 48-54m |
| FEAC377 | 8m @ 0.26% Ni, 81 ppm Cu, 34ppb PGE from 20-28m |
| FEAC387 | 8m @ 0.53% Ni, 54 ppm Cu, 25ppb PGE from 20-28m |
| FEAC394 | 8m @ 0.26% Ni, 57 ppm Cu from 44-52m |
| FEAC396 | Nickel sulphide chips from 81-82m (EOH) |



Figure 2: Chips of nickel sulphides from hole FEAC396

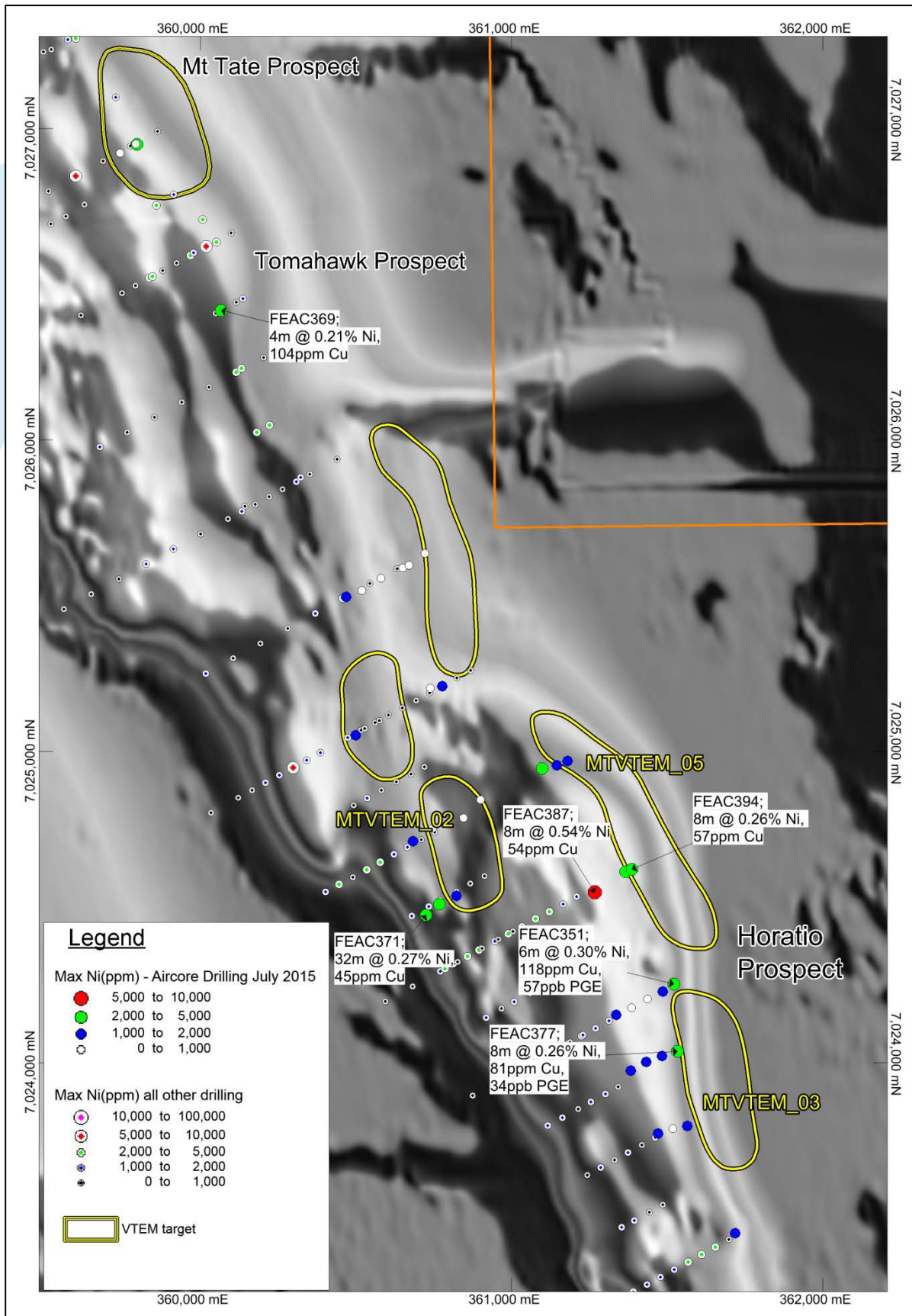


Figure 3: Recent aircore drill hole locations (full circles coloured by maximum Ni) plotted over total magnetic intensity image. VTEM anomalies outlined with yellow ovals.

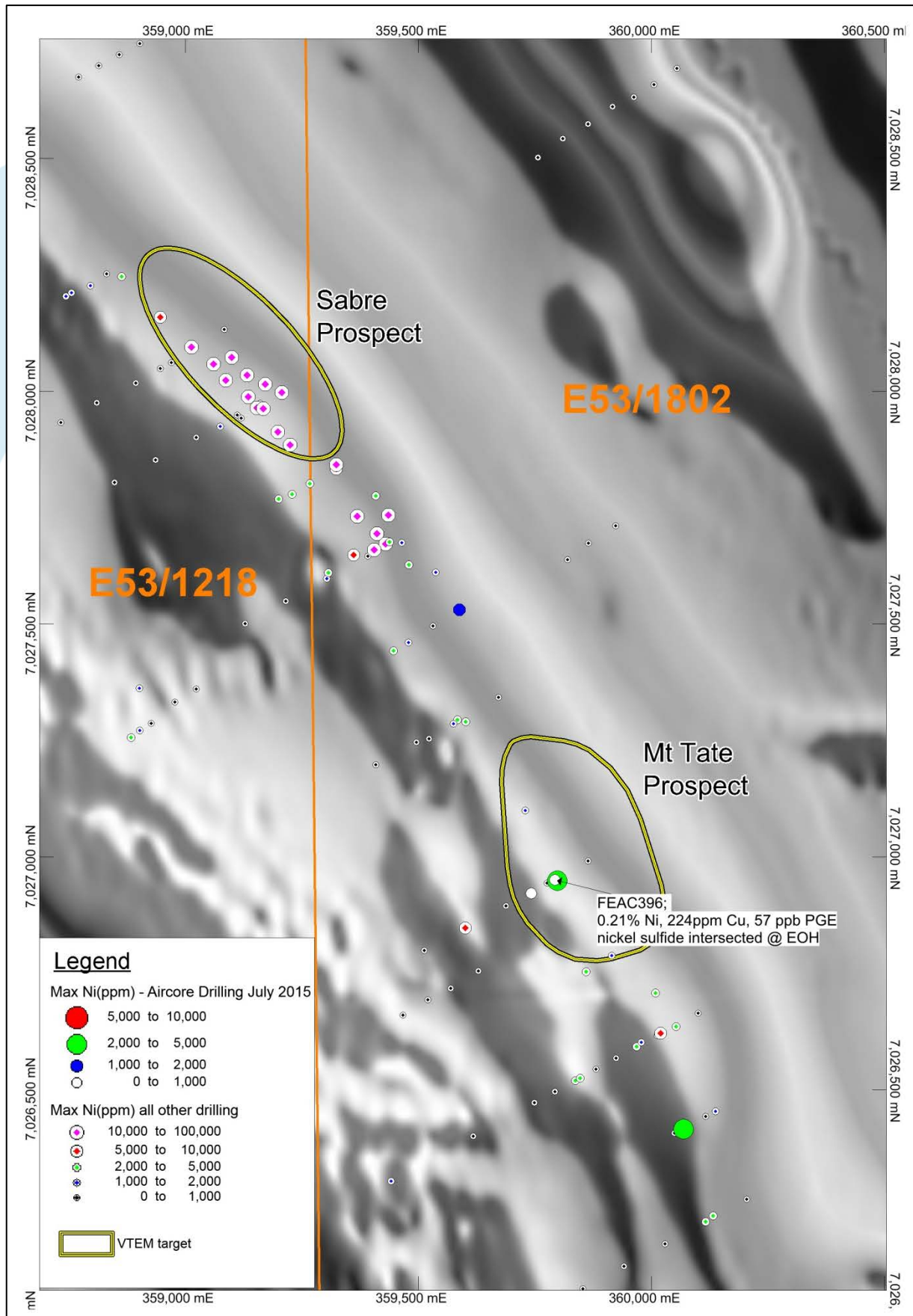


Figure 4: Mt Tate Prospect Plan

Pre-Feasibility Study

Progress has been made on the Pre-Feasibility Study for the Fisher East nickel sulphide project.

The study will comprise:

- Aboriginal Heritage Survey
- Environmental Baseline Studies
- Revised Resource Estimate and Modelling
- Geotechnical Assessment (for mine design parameters)
- Mine Design and Scheduling
- Operating Cost Estimate from first principles
- Infrastructure Design
- Metallurgical Testwork
- Financial Modelling

Work during the quarter included ongoing baseline environmental studies, which are nearing completion. Other work has included revised resource estimation and modelling, geotechnical assessment and mine design and scheduling. It is expected that this part of the work will be completed during the 4th quarter of 2015. That will then enable other work modules (such as further metallurgical testwork and more detailed infrastructure design) to be implemented.

Project Ownership

The Company took a significant step forward by securing 100% ownership of several tenements that were under Option to Purchase (ASX:RXL 23 July 2015). This involved making the final Option Exercise payment and submitting the associated paperwork for stamp duty assessment and then lodgement and registration with the WA Department of Mines. That process is expected to be completed during the 4th quarter.

Next Quarter's Activities

- Progress of Pre-Feasibility Study, including resource estimate, geotechnical assessment, mine design and scheduling, environmental baseline studies and financial modelling.

Table 1: Aircore Drill Hole Location Details & Results

| Hole | Prospect | East | North | RL | Depth | From | To | Interval | Ni ppm | Cu ppm | PGE ppb |
|----------------|------------------|---------------|----------------|------------|-----------|-----------|-----------|-----------|-------------|------------|-----------|
| FEAC343 | | 361482 | 7023780 | 560 | 71 | NSR | | | | | |
| FEAC344 | | 361537 | 7023800 | 560 | 63 | NSR | | | | | |
| FEAC345 | | 361590 | 7023811 | 560 | 62 | NSR | | | | | |
| FEAC346 | | 361643 | 7023860 | 560 | 19 | NSR | | | | | |
| FEAC347 | | 361342 | 7024157 | 560 | 43 | NSR | | | | | |
| FEAC348 | | 361396 | 7024183 | 560 | 47 | NSR | | | | | |
| FEAC349 | | 361443 | 7024208 | 560 | 44 | NSR | | | | | |
| FEAC350 | | 361499 | 7024236 | 560 | 47 | NSR | | | | | |
| FEAC351 | Horatio | 361543 | 7024265 | 560 | 54 | 48 | 54 | 6 | 3035 | 118 | 57 |
| FEAC352 | | 360697 | 7024719 | 570 | 65 | NSR | | | | | |
| FEAC353 | | 360749 | 7024755 | 570 | 47 | NSR | | | | | |
| FEAC354 | | 360808 | 7024766 | 570 | 48 | NSR | | | | | |
| FEAC355 | | 360852 | 7024790 | 570 | 46 | NSR | | | | | |
| FEAC356 | | 360921 | 7024856 | 570 | 56 | NSR | | | | | |
| FEAC357 | | 360992 | 7024870 | 570 | 37 | NSR | | | | | |
| FEAC358 | | 361063 | 7024903 | 570 | 46 | NSR | | | | | |
| FEAC359 | Horatio | 361115 | 7024954 | 570 | 75 | 34 | 38 | 4 | 2828 | 98 | * |
| | | | | | | 44 | 48 | 4 | 2075 | 101 | * |
| | | | | | | 52 | 60 | 8 | 2501 | 53 | * |
| FEAC360 | | 361166 | 7024967 | 570 | 65 | NSR | | | | | |
| FEAC361 | | 361222 | 7024993 | 570 | 101 | NSR | | | | | |
| FEAC362 | | 360409 | 7025464 | 570 | 43 | NSR | | | | | |
| FEAC363 | | 360498 | 7025513 | 570 | 78 | NSR | | | | | |
| FEAC364 | | 360551 | 7025535 | 570 | 76 | NSR | | | | | |
| FEAC365 | | 360599 | 7025567 | 570 | 101 | NSR | | | | | |
| FEAC366 | | 360659 | 7025594 | 570 | 86 | NSR | | | | | |
| FEAC367 | | 360707 | 7025619 | 570 | 119 | NSR | | | | | |
| FEAC368 | | 360754 | 7025655 | 570 | 104 | NSR | | | | | |
| FEAC369 | Tomahawk | 360090 | 7026428 | 570 | 59 | 48 | 52 | 4 | 2120 | 104 | 24 |
| FEAC370 | | 359622 | 7027550 | 560 | 82 | NSR | | | | | |
| FEAC371 | MTVTEM_02 | 360740 | 7024482 | 570 | 70 | 16 | 48 | 32 | 2698 | 45 | 15 |
| FEAC372 | MTVTEM_02 | 360785 | 7024519 | 570 | 62 | 36 | 44 | 8 | 2094 | 27 | 18 |
| FEAC373 | | 360849 | 7024551 | 570 | 75 | NSR | | | | | |
| FEAC374 | | 361393 | 7023981 | 570 | 50 | NSR | | | | | |
| FEAC375 | | 361448 | 7024012 | 570 | 53 | NSR | | | | | |
| FEAC376 | | 361492 | 7024026 | 570 | 42 | NSR | | | | | |
| FEAC377 | Horatio | 361542 | 7024042 | 570 | 46 | 20 | 28 | 8 | 2603 | 81 | 34 |
| | | | | | | 32 | 36 | 4 | 2298 | 49 | 34 |
| FEAC378 | | 361593 | 7024088 | 570 | 56 | NSR | | | | | |
| FEAC379 | MTVTEM_06 | 362279 | 7022067 | 560 | 65 | 36 | 40 | 4 | 2860 | 65 | 8 |
| | | | | | | 48 | 65 | 17 | 3831 | 46 | 11 |
| FEAC380 | | 362339 | 7022103 | 560 | 55 | NSR | | | | | |
| FEAC381 | | 362397 | 7022133 | 560 | 67 | NSR | | | | | |
| FEAC382 | | 362541 | 7021619 | 560 | 58 | NSR | | | | | |
| FEAC383 | | 362600 | 7021413 | 560 | 42 | NSR | | | | | |
| FEAC384 | | 362642 | 7021438 | 560 | 62 | NSR | | | | | |
| FEAC385 | | 361687 | 7023438 | 560 | 56 | NSR | | | | | |
| FEAC386 | | 361741 | 7023466 | 560 | 62 | NSR | | | | | |
| FEAC387 | Horatio | 361279 | 7024554 | 570 | 28 | 20 | 28 | 8 | 5373 | 54 | 12 |
| FEAC388 | | 361335 | 7024581 | 570 | 45 | NSR | | | | | |
| FEAC389 | Horatio | 361383 | 7024623 | 570 | 56 | 24 | 40 | 16 | 2506 | 52 | * |
| FEAC390 | | 360507 | 7025056 | 566 | 56 | NSR | | | | | |
| FEAC391 | | 360550 | 7025079 | 566 | 50 | NSR | | | | | |

| | | | | | | | | | | | |
|----------------|----------------|---------------|----------------|------------|-----------|-----------|-----------|----------|-------------|------------|-----------|
| FEAC392 | | 360746 | 7025207 | 566 | 27 | NSR | | | | | |
| FEAC393 | | 360796 | 7025220 | 566 | 53 | NSR | | | | | |
| FEAC394 | Horatio | 361409 | 7024634 | 570 | 77 | 44 | 52 | 8 | 2645 | 57 | 23 |
| FEAC395 | | 359762 | 7026933 | 560 | 51 | NSR | | | | | |
| FEAC396 | Mt Tate | 359833 | 7026969 | 560 | 82 | 81 | 82 | 1 | 2100 | 224 | 57 |
| FEAC397 | | 359896 | 7027006 | 560 | 77 | NSR | | | | | |
| FEAC398 | | 360219 | 7026279 | 570 | 93 | NSR | | | | | |
| FEAC399 | | 359813 | 7026962 | 560 | 87 | NSR | | | | | |
| FEAC400 | | 357542 | 7029597 | 546 | 64 | NSR | | | | | |
| FEAC401 | | 357608 | 7029628 | 546 | 35 | NSR | | | | | |

Notes to Table:

- Grid coordinates GDA94: Zone 51, Collar positions determined by hand held GPS.
- All holes have a dip of -60 degrees towards 240 degrees azimuth.
- Hole azimuths planned to be as listed above. Hole deviations may result in hole paths slightly different to those intended. No downhole surveys undertaken.
- Drilling by aircore technique, with 1 metre samples collected and laid out. Other information in Appendix: Section 1.
- 3-5kg sample preparation by pulp mill to nominal P80/75um.
- Analysis by a combination of Aqua Regia Digest with ICP-OES finish (Intertek code ARU10/OM). For priority and follow-up 1m samples a Four Acid Digest with a multi-element ICP-OES finish (code 4A/OE-multi element) and Fire Assay for Au-Pt-Pd (code FA25). Au, Pt and Pd were analysed by 25 gram fire assay with a mass spectrometer finish.
- Samples shown as “*” were not assayed for Au, Pt or Pd.
- Cut-off grade minimum 2m @ 2,000ppm Ni with 2m internal dilution. Holes shown as NSR (no significant result) do not have any 2m intervals >2,000ppm Ni present.
- Values for Pt and Pd which were below the detection limit of 1ppb were set to zero for the purpose of intersection calculation.

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

The first hole of the 2015 field season, TNDD019, was drilled at the Teena prospect (Figure 5) approximately 200m east of discovery hole TNDD009 (Figure 6), and intersected high grade mineralisation with exceptional results.

TNDD019: **38.8m @ 16.9% Zn+Pb** from 1068.9-1107.7m, including
20.0m @ 22.4% Zn+Pb from 1076.0–1096.0m, and
8.9m @ 8.0% Zn+Pb from 1164.0 – 1172.9m, including
5.0m @ 10.8% Zn+Pb from 1164.3-1169.3m

This is the best hole yet, and continues to confirm the significant potential of this prospect. The strike length of the high grade mineralisation (greater than 13% Zn+Pb) at Teena extends to 1.3km, with good apparent continuity of the mineralisation indicated between drill holes.

Two further holes have been drilled which close in the drill spacing between holes Teena 8 and TNDD014. A fourth hole has now been completed between holes TNDD011 and TNDD017 (Figure 6). Assays are pending for these three holes.

During the quarter Teck's provisional unaudited expenditure was \$1.8 million, bringing the total expenditure by Teck on the project since commencement of the earn-in agreement to approximately \$12.4 million.

Work planned for the next quarter includes completion of the drilling program and the geochemical and geophysical surveys.

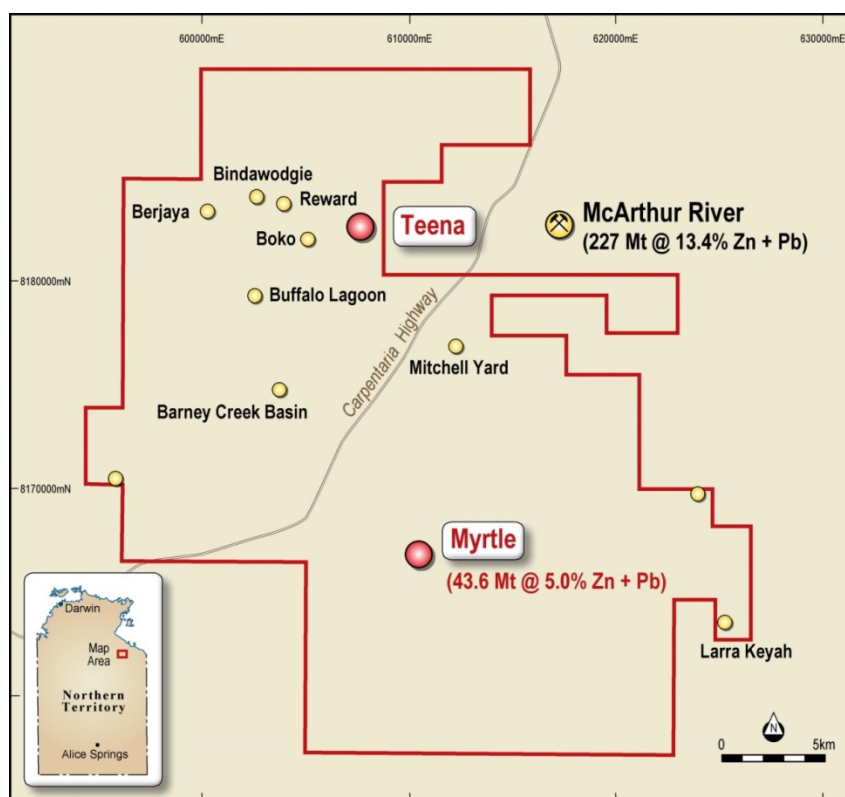


Figure 5: Reward Project Tenement Plan showing prospect locations

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

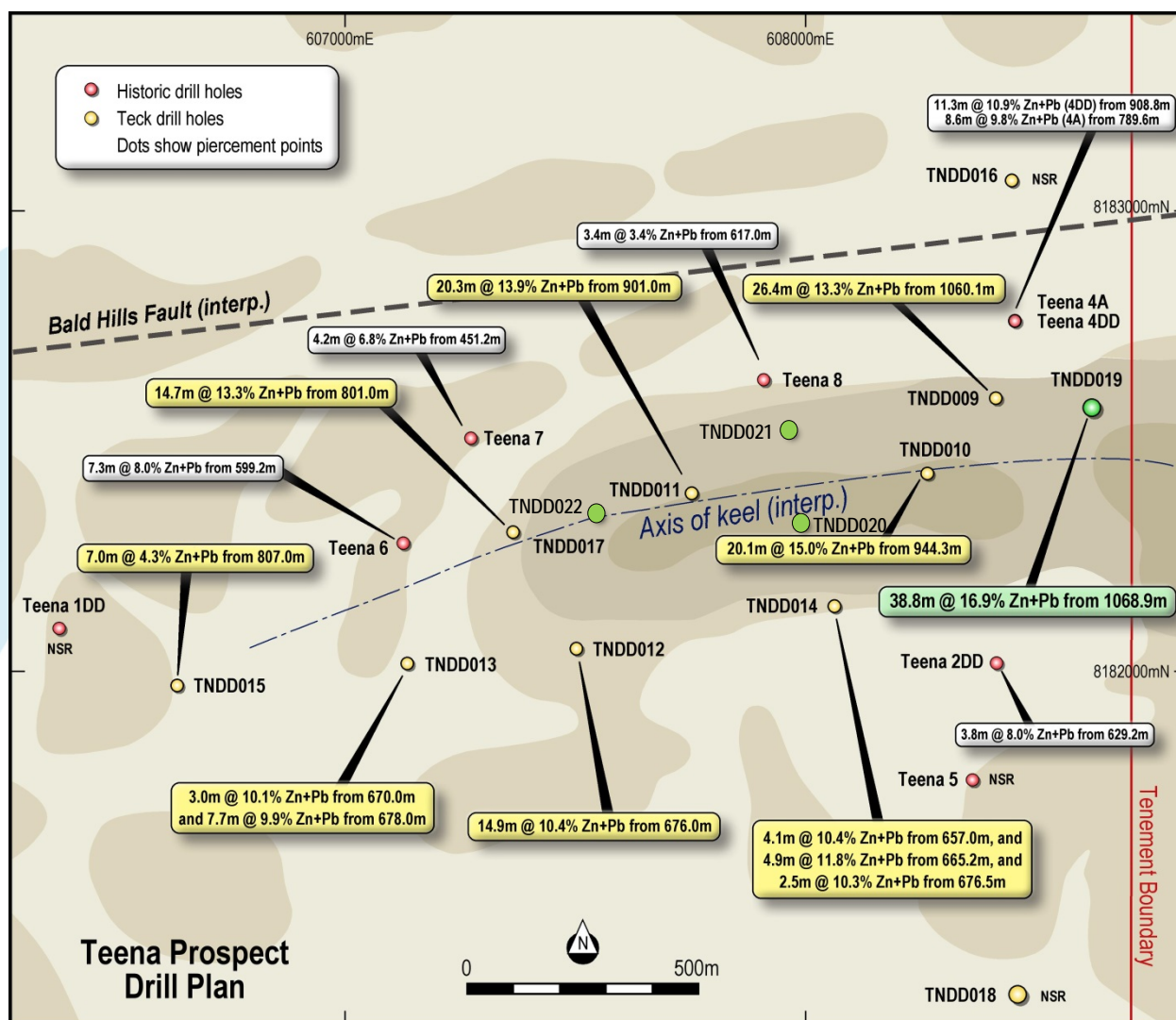


Figure 6: Teena Prospect Drill Plan showing locations of new 2015 holes in green. Selected drill results shown. For a full list of drilling results see Table 2.

Table 2: Teena Diamond Drilling Results

| Hole | North | East | RL | From | To | Interval | Zn% | Pb% | Zn+Pb% | Ag ppm |
|----------------------|---------|--------|-----|--------|--------|----------|-------|------|--------|--------|
| TNDD019 | 8182154 | 608530 | 74 | 1019.0 | 1033.0 | 14.0 | 2.79 | 0.49 | 3.28 | 1.5 |
| | | | | 1058.0 | 1066.0 | 8.0 | 4.37 | 0.49 | 4.86 | 0.8 |
| | | | | 1068.9 | 1107.7 | 38.8 | 14.65 | 2.30 | 16.94 | 0.6 |
| <i>Including</i> | | | | 1076.0 | 1096.0 | 20.0 | 19.37 | 3.07 | 22.43 | 0.7 |
| | | | | 1114.0 | 1117.4 | 3.4 | 4.65 | 2.61 | 7.26 | 0.8 |
| | | | | 1122.8 | 1125.8 | 3.0 | 5.01 | 0.70 | 5.71 | 1.3 |
| | | | | 1164.0 | 1172.9 | 8.9 | 6.90 | 1.14 | 8.04 | 0.4 |
| <i>Including</i> | | | | 1164.3 | 1169.3 | 5.0 | 9.23 | 1.60 | 10.83 | 0.6 |
| TNDD018 | 8181261 | 608462 | 50 | NSR | | | | | | |
| TNDD017 | 8182005 | 607511 | 57 | 795.9 | 821.4 | 25.5 | 7.90 | 1.23 | 9.13 | 0.4 |
| <i>Including</i> | | | | 801.0 | 815.7 | 14.7 | 11.53 | 1.79 | 13.32 | 0.3 |
| <i>And</i> | | | | 828.4 | 835.0 | 6.6 | 5.82 | 0.80 | 6.62 | 1.5 |
| <i>Including</i> | | | | 828.4 | 832.0 | 3.6 | 8.32 | 1.33 | 9.65 | 1.5 |
| <i>And</i> | | | | 975.0 | 977.0 | 2.0 | 2.93 | 0.06 | 2.99 | 0.5 |
| TNDD016 | 8183157 | 608470 | 110 | NSR | | | | | | |
| TNDD015 | 8181695 | 606655 | 52 | 807.0 | 814.0 | 7.0 | 4.13 | 0.16 | 4.29 | 0.3 |
| <i>And</i> | | | | 825.9 | 829.0 | 3.1 | 3.09 | 0.62 | 3.71 | 1.4 |
| TNDD014 | 8182000 | 608085 | 65 | 652.6 | 687.0 | 34.4 | 5.42 | 0.78 | 6.20 | 0.5 |
| <i>Including</i> | | | | 657.0 | 661.1 | 4.1 | 9.19 | 1.25 | 10.4 | 0.8 |
| <i>and including</i> | | | | 665.2 | 670.1 | 4.9 | 10.23 | 1.55 | 11.8 | 0.8 |
| <i>and including</i> | | | | 676.5 | 679.0 | 2.5 | 8.68 | 1.59 | 10.3 | 0.2 |
| <i>And</i> | | | | 710.0 | 717.0 | 7.0 | 3.36 | 0.23 | 3.59 | 0.4 |
| <i>And</i> | | | | 788.0 | 795.1 | 7.1 | 2.42 | 0.55 | 2.97 | 0.4 |
| <i>And</i> | | | | 798.2 | 827.0 | 28.8 | 2.78 | 0.68 | 3.46 | 0.3 |
| <i>And</i> | | | | 838.7 | 854.0 | 15.3 | 2.67 | 0.64 | 3.31 | 0.6 |
| <i>And</i> | | | | 858.0 | 860.0 | 2.0 | 2.20 | 0.64 | 2.84 | 1.5 |
| TNDD013 | 8181842 | 607152 | 51 | 665.0 | 700.0 | 35.0 | 5.38 | 0.74 | 6.12 | 0.9 |
| <i>Including</i> | | | | 670.0 | 673.0 | 3.0 | 8.83 | 1.23 | 10.06 | 0.7 |
| <i>and including</i> | | | | 678.0 | 685.7 | 7.7 | 8.70 | 1.21 | 9.91 | 1.0 |
| <i>And</i> | | | | 824.0 | 845.0 | 21.0 | 2.65 | 0.73 | 3.38 | 0.4 |
| <i>And</i> | | | | 857.2 | 861.0 | 3.8 | 2.84 | 0.37 | 3.21 | 2.1 |
| <i>And</i> | | | | 868.0 | 880.0 | 12.0 | 2.79 | 0.34 | 3.13 | 1.5 |
| TNDD012 | 8182035 | 607500 | 75 | 671.0 | 705.0 | 34.0 | 6.53 | 0.98 | 7.51 | |
| <i>Including</i> | | | | 676.0 | 690.9 | 14.9 | 9.08 | 1.33 | 10.41 | |
| <i>Including</i> | | | | 676.0 | 680.5 | 4.5 | 10.00 | 1.37 | 11.37 | |
| <i>And</i> | | | | 684.9 | 690.9 | 6.0 | 12.55 | 2.02 | 14.58 | |
| <i>And</i> | | | | 807.1 | 826.0 | 18.9 | 2.75 | 0.74 | 3.49 | |
| <i>And</i> | | | | 836.2 | 848.0 | 11.8 | 2.78 | 0.56 | 3.34 | |
| TNDD011 | 8182035 | 607877 | 79 | 896.0 | 898.6 | 2.6 | 3.97 | 0.44 | 4.41 | 1.5 |
| <i>And</i> | | | | 901.0 | 921.3 | 20.3 | 11.99 | 1.87 | 13.86 | 1.5 |
| <i>Including</i> | | | | 905.0 | 921.3 | 16.3 | 14.26 | 2.25 | 16.51 | 1.7 |
| <i>Including</i> | | | | 907.1 | 921.3 | 14.2 | 15.83 | 2.53 | 18.36 | 1.7 |
| <i>And</i> | | | | 937.3 | 943.0 | 5.7 | 7.58 | 0.98 | 8.56 | 2.6 |
| <i>Including</i> | | | | 937.3 | 939.0 | 1.7 | 11.06 | 2.13 | 13.18 | 2.8 |
| <i>And</i> | | | | 1095.0 | 1098.0 | 3.0 | 3.01 | 0.01 | 3.02 | |
| <i>And</i> | | | | 1111.0 | 1119.8 | 8.8 | 2.75 | 0.27 | 3.02 | |
| TNDD010 | 8182661 | 608278 | 75 | 908.0 | 925.1 | 17.1 | 2.55 | 0.46 | 3.01 | 1.8 |

| | | | | | | | | | | |
|----------------------|---------|--------|----|--------|--------|------|-------|------|-------|-----|
| <i>Including</i> | | | | 915.0 | 917.0 | 2.0 | 4.96 | 0.96 | 5.92 | 2.2 |
| And | | | | 935.0 | 941.0 | 6.0 | 4.63 | 0.58 | 5.21 | 0.9 |
| And | | | | 944.3 | 964.4 | 20.1 | 13.00 | 2.03 | 15.03 | 0.9 |
| <i>Including</i> | | | | 951.5 | 964.0 | 12.5 | 16.78 | 2.68 | 19.46 | 1.1 |
| <i>Including</i> | | | | 954.0 | 959.0 | 5.0 | 21.80 | 3.62 | 25.42 | 1.0 |
| And | | | | 967.6 | 970.1 | 2.5 | 3.69 | 0.57 | 4.26 | 0.5 |
| And | | | | 988.8 | 996.6 | 7.8 | 7.43 | 1.28 | 8.71 | 0.6 |
| <i>Including</i> | | | | 988.8 | 995.0 | 6.2 | 8.50 | 1.48 | 9.98 | 0.7 |
| <i>Including</i> | | | | 988.8 | 992.0 | 3.2 | 10.73 | 2.00 | 12.73 | 1.0 |
| And | | | | 1116.0 | 1119.0 | 3.0 | 3.19 | 1.05 | 4.24 | 0.3 |
| And | | | | 1124.0 | 1133.7 | 9.7 | 4.04 | 1.61 | 5.65 | 1.1 |
| <i>Including</i> | | | | 1125.4 | 1128.2 | 2.9 | 7.64 | 2.70 | 10.35 | 1.9 |
| <i>Including</i> | | | | 1125.4 | 1127.0 | 1.7 | 8.76 | 3.04 | 11.80 | 2.6 |
| And | | | | 1149.0 | 1151.0 | 2.0 | 2.09 | 0.72 | 2.81 | 1.8 |
| And | | | | 1157.0 | 1166.0 | 9.0 | 2.54 | 0.93 | 3.47 | 1.8 |
| And | | | | 1169.0 | 1191.0 | 22.0 | 3.09 | 0.81 | 3.90 | 1.2 |
| <i>Including</i> | | | | 1177.0 | 1179.0 | 2.0 | 4.07 | 1.45 | 5.52 | 1.1 |
| And | | | | 1212.2 | 1232.0 | 19.8 | 2.13 | 0.57 | 2.70 | 0.8 |
| And | | | | 1244.0 | 1246.0 | 2.0 | 3.38 | 0.07 | 3.45 | 3.0 |
| And | | | | 1251.0 | 1255.0 | 4.0 | 2.81 | 0.07 | 2.88 | 2.2 |
| TNDD009 | 8182793 | 608474 | 72 | 1012.0 | 1018.0 | 6.0 | 2.81 | 0.36 | 3.17 | 3.2 |
| And | | | | 1020.6 | 1039.0 | 18.4 | 3.14 | 0.56 | 3.70 | 2.0 |
| <i>Including</i> | | | | 1022.0 | 1024.0 | 2.0 | 4.87 | 0.80 | 5.67 | 3.2 |
| <i>Including</i> | | | | 1028.0 | 1031.0 | 3.0 | 4.59 | 0.77 | 5.37 | 2.9 |
| And | | | | 1049.0 | 1056.0 | 7.0 | 4.83 | 0.57 | 5.40 | 0.7 |
| And | | | | 1060.1 | 1086.5 | 26.4 | 11.59 | 1.73 | 13.32 | 0.8 |
| <i>Including</i> | | | | 1060.1 | 1068.2 | 8.1 | 7.74 | 0.98 | 8.71 | 0.6 |
| <i>And including</i> | | | | 1070.3 | 1086.5 | 16.2 | 14.91 | 2.32 | 17.23 | 1.0 |
| <i>Including</i> | | | | 1071.0 | 1079.0 | 8.0 | 18.36 | 2.87 | 21.24 | 0.9 |
| And | | | | 1089.5 | 1092.3 | 2.8 | 3.50 | 0.42 | 3.92 | 0.7 |
| And | | | | 1121.0 | 1127.9 | 6.9 | 7.97 | 0.95 | 8.92 | 1.0 |
| <i>Including</i> | | | | 1121.0 | 1126.0 | 5.0 | 9.48 | 1.21 | 10.70 | 1.1 |
| And | | | | 1276.1 | 1281.0 | 4.9 | 2.89 | 0.91 | 3.80 | 2.0 |
| <i>Including</i> | | | | 1278.1 | 1281.0 | 2.9 | 3.77 | 1.22 | 4.99 | 2.9 |

Drill holes TNDD009 – TNDD019 previously announced to ASX (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).

Table 3: Drill Hole Collar Coordinates

| Hole | North | East | RL | Dip | Azimuth | Total Depth (m) |
|---------|---------|--------|-----|-----|---------|-----------------|
| TNDD019 | 8182154 | 608530 | 74 | -68 | 012 | 1383.0 |
| TNDD018 | 8181261 | 608462 | 50 | -75 | 343 | 359.4 |
| TNDD017 | 8182005 | 607511 | 57 | -65 | 335 | 1322.0 |
| TNDD016 | 8183157 | 608470 | 110 | -70 | 170 | 317.6 |
| TNDD015 | 8181695 | 606655 | 52 | -70 | 350 | 852.0 |
| TNDD014 | 8182000 | 608085 | 65 | -75 | 351 | 961.0 |
| TNDD013 | 8181842 | 607152 | 51 | -72 | 349 | 1005.5 |
| TNDD012 | 8182000 | 607500 | 75 | -85 | 355 | 1005.8 |
| TNDD011 | 8182035 | 607877 | 79 | -70 | 340 | 1221.6 |
| TNDD010 | 8182661 | 608278 | 75 | -75 | 174 | 1383.3 |
| TNDD009 | 8182793 | 608474 | 70 | -80 | 175 | 1302.0 |

Notes:

- Grid coordinates GDA94: Zone 53, Collar positions & RL's variably determined by hand held GPS and/or DGPS.
- Correct projected average lateral positions of down hole intercepts are shown on the Figures.
- Hole dip and azimuth determined at collar by compass and clinometer.
- Diamond drilling by HQ and NQ diamond core, with core cut in half and sampled to either logged significant geological boundaries or even 1 metre intervals. Core recovery generally exceeded 98%.
- Duplicate core samples were quarter cut.
- Cut core samples were crushed to nominal 2mm size, then a 3kg split pulverised to nominal 85% passing 75um.
- Samples sent to Bureau Veritas, Mount Isa, with assay by oxidative fusion with XRF analysis (XF001). This method is considered to completely extract Pb and Zn and is a ISO17025 certified method.
- 3 Certified Reference Materials that range from low grade to high grade Zn (30%) were included in the dispatch at a rate of at least 1 sample in 20, with a higher frequency in mineralized intervals. Field duplicates were included in the dispatch and were sent to the laboratory blind. Blanks were included in the dispatch at a rate of 1 in 40 samples.
- All quality control data has been assessed to be within an acceptable level of accuracy and precision.
- Independent assay verification has not yet been completed.
- Weighted average grade by sample interval quoted using a cut-off grade of 2.5% Zn+Pb over a minimum width of 2m, with up to 2m of internal dilution allowed. Internal higher grade zones are selected at a 6% Zn+Pb cut-off grade or higher.
- Reported intercepts may exceed the true width; no sampling bias is believed to have been introduced however. Based on structural measurements and downhole surveys, for hole TNDD009 true thickness is believed to be about 60% of downhole thickness, for holes TNDD010 - TNDD019 true thickness is 80-90% of downhole thickness.

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

Further drilling in the second half of 2015 is planned, not only to follow up the exciting Bonya prospect, but also drilling at a number of other prospective targets where there are outcrops of copper oxide, giving confidence that drilling will identify more copper sulphide mineralisation at depth.

Through an Agreement with Arafura Resources Limited (ASX:ARU), Rox has earned a 51% interest in the Bonya tenement (ASX:RXL 16 December 2014), and has elected to increase its interest to 70% by expenditure of \$1,000,000 by December 2016.

CORPORATE

Cash at the end of the quarter was approximately \$0.657 million.

Mr Stephen Dennis joined the Board of Directors on 1 August, and upon the retirement of the incumbent Chairman, Mr Jeff Gresham, at the Annual General Meeting in November, Mr Dennis will be appointed Chairman.

Dated this 28th day of October 2015.

Signed on behalf of the Board of Rox Resources Limited.



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 3 October 2013 and 4 September 2014 and is available to view at www.asx.com. Rox confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements, and that all material assumptions and technical parameters underpinning the estimates in the relevant market announcements continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original announcements.

The information in this report that relates to previous Exploration Results and Mineral Resources for the Mt Fisher Gold-Nickel, Reward Zinc-Lead, and Bonya Copper projects, 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 to the date it was first reported. The Company confirms that it is not aware of any new information or data that materially affects the information included in the relevant market announcements. 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 675km², consisting of a 600km² area 100% owned by Rox and an Option to purchase 100% of a further 75km² of nickel and gold prospective ground.

Discovery of, and drilling at the Camelwood and Musket nickel prospects has defined a JORC 2012 Mineral Resource (ASX:RXL 9 October 2013 and 4 September 2014) of **3.6Mt grading 2.0% Ni** reported at 1.0% Ni cut-off (Indicated Mineral Resource: 1.8Mt grading 2.2% Ni, Inferred Mineral Resource: 1.9Mt grading 1.8% Ni) comprising massive and disseminated nickel sulphide mineralisation, and containing 72,100 tonnes of nickel. Higher grade mineralisation is present in both deposits (refer to ASX announcements above), and is still open at depth beneath each deposit. Additional nickel sulphide deposits continue to be discovered (e.g. Cannonball, 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 670km² 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 **26.4m @ 13.3% Zn+Pb** including **16.2m @ 17.2% Zn+Pb**, and **20.1m @ 15.0% Zn+Pb** including **12.5m @ 19.5% 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). 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

107 202 602

Quarter ended ("current quarter")

30 September 2015

Consolidated statement of cash flows

| | Current Quarter A\$'000 | Year to Date (3 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 | (329) | (329) |
| (b) development | - | - |
| (c) production | - | - |
| (d) administration | (315) | (315) |
| 1.3 Dividends received | - | - |
| 1.4 Interest and other items of a similar nature received | 6 | 6 |
| 1.5 Interest and other costs of finance paid | - | - |
| 1.6 Income taxes paid | - | - |
| 1.7 Other | - | - |
| Net Operating Cash Flows | (638) | (638) |
| Cash flows related to investing activities | | |
| 1.8 Payment for purchases of: | | |
| (a) prospects | (2,300) | (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 - | - | - |
| Net investing cash flows | (2,300) | (2,300) |
| 1.13 Total operating and investing cash flows (carried forward) | (2,938) | (2,938) |

| | | |
|-----------------------------------------------------------------|---------|---------|
| 1.13 Total operating and investing cash flows (brought forward) | (2,938) | (2,938) |
| Cash flows related to financing activities | | |
| 1.14 Proceeds from issues of shares (net of costs) | - | - |
| 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 | - | - |
| Net increase (decrease) in cash held | (2,938) | (2,938) |
| 1.20 Cash at beginning of quarter/year to date | 3,595 | 3,595 |
| 1.21 Exchange rate adjustments to 1.20 | - | - |
| 1.22 Cash at end of quarter | 657 | 657 |

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 | 152 |
| 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 \$1.8 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 | 210 |
| 4.2 Development | - |
| 4.3 Production | - |
| 4.4 Administration | 283 |
| Total | 493 |

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 | 313 | 3,051 |
| 5.2 Deposits at call | 344 | 544 |
| 5.3 Bank overdraft | - | - |
| 5.4 Other (provide details) | - | - |
| Total: cash at end of quarter (item 1.22) | 657 | 3,595 |

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 | 1,045,540,095 | 1,045,540,095 | | |
| 7.4 Changes during quarter - Issued | | | | |
| 7.5 Convertible debt securities (description and conversion factor) | - | | | |
| 7.6 Changes during quarter | - | | | |
| 7.7 Options (description and conversion factor) | 5,133,000 | Nil | <i>Exercise Price</i> \$0.025 | <i>Expires</i> 30 Nov 2015 |
| | 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 |
| 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 October 2015



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% |

** During the quarter Rox Resources became entitled to 100% ownership of these tenements

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