Quarterly Report

For the period ended 30 June 2013

HIGHLIGHTS

Mt Fisher Gold-Nickel

- **Camelwood nickel sulphide discovery expanded with 10,630m of diamond drilling and 1,284m of RC drilling completed during the quarter.**
- **Drilling extended the deposit dimensions to over 1.2km in strike length and down to over 500m depth, still open along strike and at depth.**
- **Drill intercepts include:**
  - **3.3 metres grading 1.9% Ni, including 0.8 metres grading 5.0% Ni**
  - **5.3 metres grading 2.4% Ni, including 0.5 metres grading 6.7% Ni**
  - **3.8 metres grading 2.7% Ni, including 2.8 metres grading 3.5% Ni**
  - **4.6 metres grading 2.6% Ni, including 0.5 metres grading 5.0% Ni and 1.0 metre grading 4.3% Ni**
  - **7.0 metres grading 2.4% Ni, including 4.2 metres grading 3.2% Ni**
  - **2.7 metres grading 5.2% Ni, including 1.8 metres grading 6.3% Ni**
  - **3.2 metres grading 3.4% Ni, including 2.8 metres grading 3.7% Ni**
  - **7.3 metres grading 1.9% Ni, including 0.4 metres grading 6.1% Ni**
- **Definition of a geological model for the deposit as a typical Kambalda style komatiite-hosted nickel sulphide deposit with zones of massive, matrix, and disseminated sulphide mineralisation.**
- **27 diamond drill holes completed with 25 intersecting Ni sulphide mineralisation.**

Reward Zinc

- **Diamond drilling (4,500m) program commenced at the Teena prospect. The first hole is underway and assay results are expected in the third quarter.**

Bonya Copper

- **Preparations for airborne VTEM survey completed.**

Corporate

- **Cash on hand at the end of the quarter was $2.96 million.**

Rox Resources Limited
Level 1
30 Richardson Street
WEST PERTH WA 6005

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

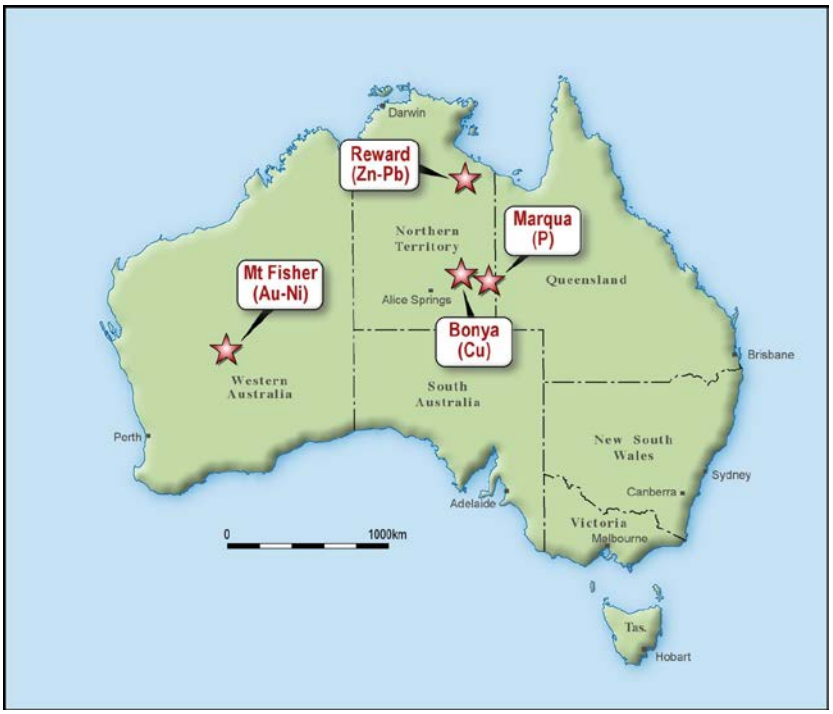

Figure 1: Rox Project Location Map

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

Rox continued to explore the Mt Fisher project area 500km north of Kalgoorlie in Western Australia, (Figure 1) which hosts the Camelwood nickel sulphide discovery and the Mt Fisher, Moray Reef and Damsel gold deposits.

Camelwood Nickel Sulphide Deposit

The intense drilling campaign, which commenced at Camelwood in mid-February 2013, continued throughout the June quarter. One, and for a month two, diamond core drill rigs and one reverse circulation (RC) drill rig operated. This resulted in 10,630 metres of diamond core drilling in 27 holes and 1,284 metres of RC drilling in 9 holes being completed during the quarter.

Drilling at Camelwood has had a very high success rate with 25 of the 27 diamond core holes drilled intersecting mineralisation. Numerous high grade intercepts were obtained with selected highlights listed below, and complete results listed in Table 1.

MFED019: **3.3m** @ **1.9% Ni**, including
0.8m @ **5.0% Ni** from 340.7m

MFED020: **5.3m** @ **2.4% Ni**, including
0.5m @ **6.7% Ni** from 269.7m

MFED022: **3.8m** @ **2.7% Ni**, including
2.8m @ **3.5% Ni** from 246.2m

MFED023: **4.6m** @ **2.6% Ni**, including
2.6m @ **3.3% Ni**, including
0.5m @ **5.0% Ni** from 377.4m, and
1.0m @ **4.3% Ni** from 379.0m

MFED025: **7.0m** @ **2.4% Ni**, including
4.2m @ **3.2% Ni** from 373.8m

MFED026: **2.7m** @ **5.2% Ni** from 483.0m, including
1.8m @ **6.3% Ni** from 483.9m

MFED033: **3.2m** @ **3.4% Ni** from 265.2m, including
2.8m @ **3.7% Ni** from 265.6m

MFED039: **7.3m** @ **1.9% Ni**, including
5.6m @ **2.1% Ni**, including
0.4m @ **6.1% Ni** from 358.8m, and
0.6m @ **2.4% Ni** from 365.5m

Selected highlights from the RC drilling are listed below. Complete results are listed in Table 2.

MFEC030: **4m** @ **1.9% Ni**, including
1m @ **2.8% Ni** from 140m

MFEC033: **2m** @ **3.5% Ni**, including
1m @ **5.7% Ni** from 119m

Geological Model

The first diamond drill hole at Camelwood was completed in mid-February this year with considerable progress made since that time. However drill spacing remains very wide for most of the deposit area with the closest spaced drilling being completed on a 50 x 50m spacing over a very small area (Figures 3 & 4). Nevertheless the drilling has already identified three distinct zones (or shoots) with other areas highlighted for follow up.

Most of the drilling has been undertaken on the Main Zone (Figures 2-4) and a high-grade core area >9 metre per cent (m%) has been delineated (Figure 4). This Main Zone is defined between approximately 100m and 350m depth, at which depth (350m) a number of drill holes (viz. MFED038, 024, 012, 007, 009, 028, 031 and 034) define the lower limit of the >9 metre per cent contour. **While these drill holes have thin intercepts (average 0.5m thick), they are still of high grade massive nickel sulphide, averaging 5.7% Ni**.

Below this depth drill holes such as MFED026 with 2.7m @ 5.2% Ni, and MFED036 with 1.6m @ 3.7% Ni, show a potential thickening of the high grade mineralisation which may represent the top of another ore shoot/lens, typical of this type of mineralisation (Figure 4).

The thickness and grade of the Main Zone mineralisation at Camelwood appears to be similar to other deposits of this type, particularly the Kambalda deposits, which can extend to over 1km depth.

The Northern and Southern zones are only sparsely drilled and essentially remain open both at depth and along strike.

Data Audit

An independent consultant has been engaged to assist the Company in auditing the drill data collected so far in terms of quality control (QA/QC) and the requirements of Table 1 in the new 2012 JORC Code.

Airborne Magnetics Survey and Regional Exploration

Recently the Company completed a detailed aeromagnetic survey flown at 50m line spacing (vs. the previous 200m line spacing). Based on this magnetic data, previous VTEM surveys, and a compilation of previous geochemical results (soil sampling and recent re-sampling of old RAB drill samples), the company is designing a regional nickel exploration program.

Looking Ahead

Rox is of the view that Camelwood is a typical Kambalda style deposit, and it is generally recognised that these types of deposits occur in clusters. To pursue this possibility the Company has commenced an exploration program along the Fisher East ultramafic belt that hosts the Camelwood deposit in search of repeats. As a result the current drilling program has been temporarily suspended in order to better define drill targets for future programs based on the geological modelling and regional data.

The next stage of exploration activity at Camelwood has commenced with a data quality control audit and also metallurgical testwork underway. At the completion of the this work (3rd quarter 2013) it is expected that drilling at Camelwood will recommence.

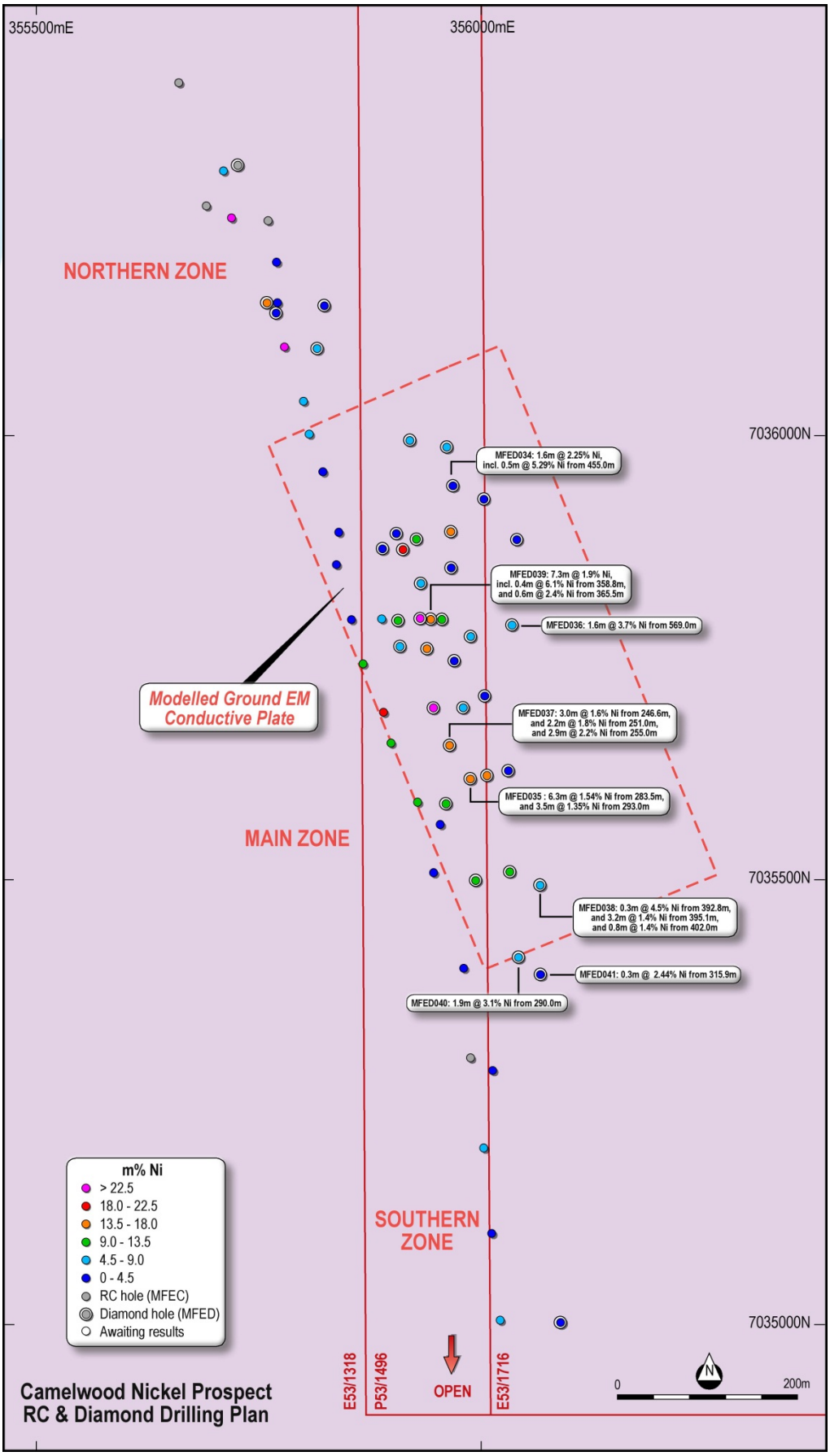

Figure 2: Camelwood Prospect Drill Hole Plan

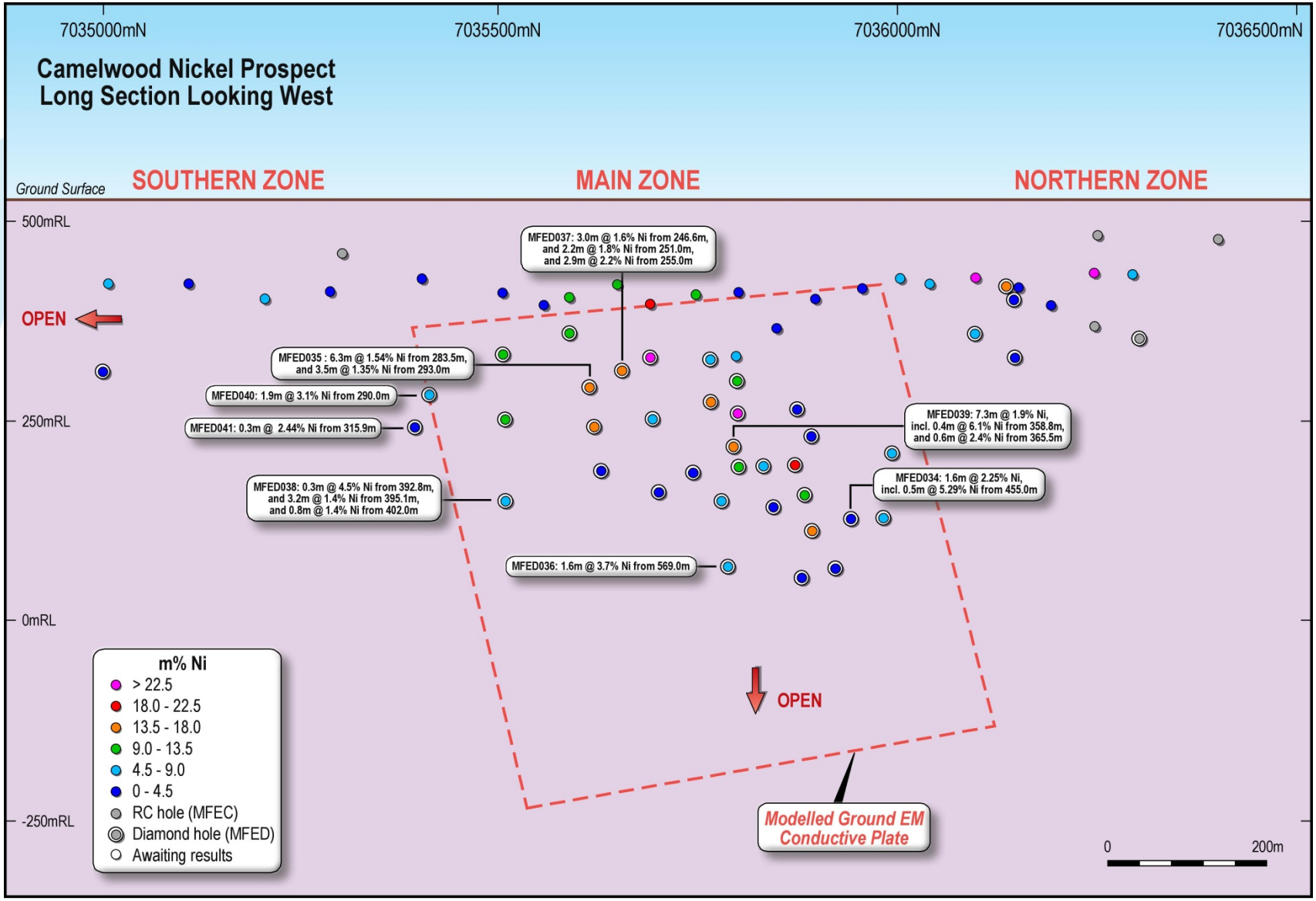

Figure 3: Camelwood Drill Long Section

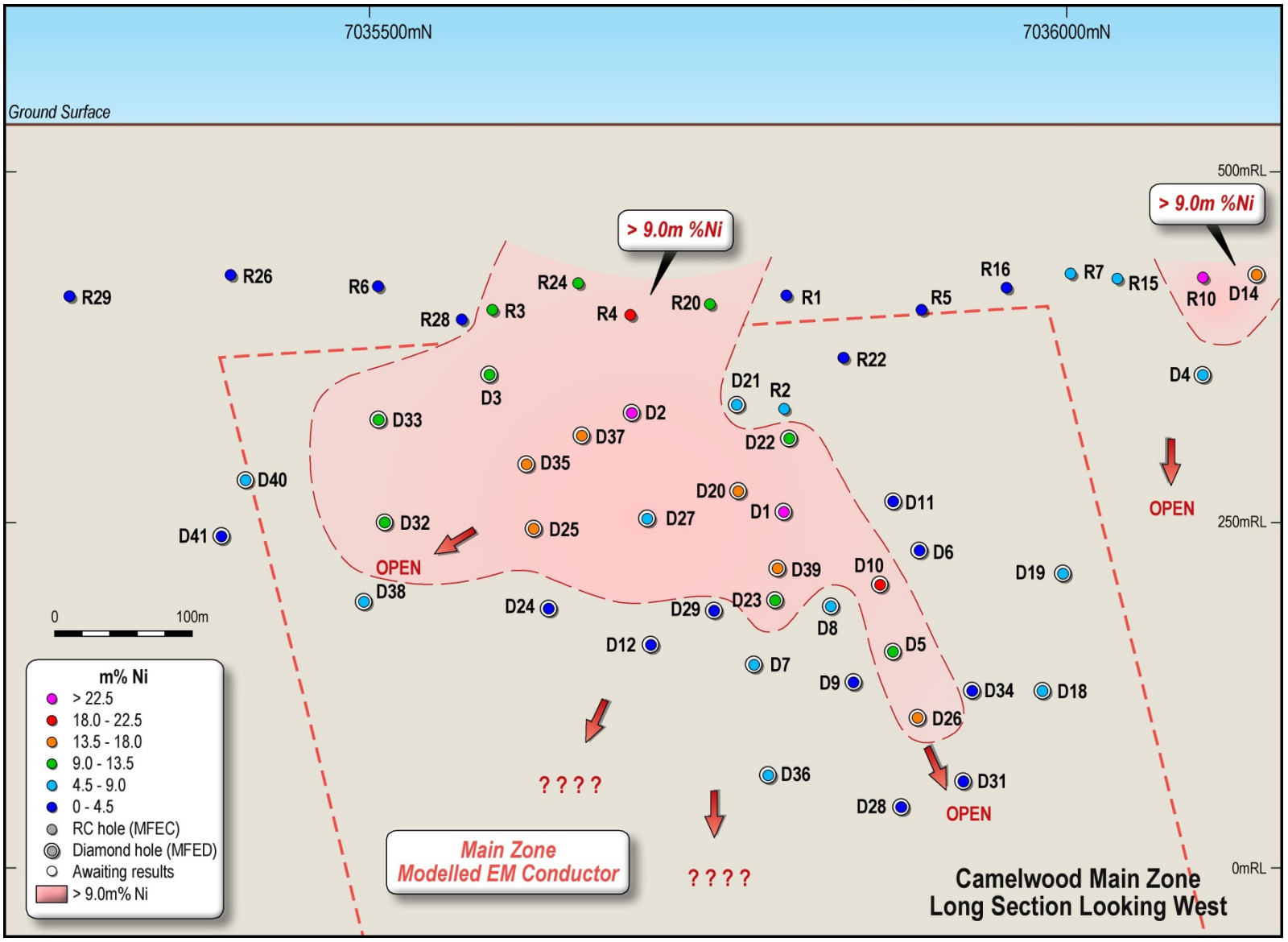

Figure 4: Camelwood Main Zone Long Section

MYRTLE-REWARD ZINC-LEAD PROJECT, NT (Rox 100%, Teck Option to Earn up to 70%)

Teck Australia Pty Ltd. ("Teck") has an option to earn an initial 51% interest in the Myrtle-Reward project located adjacent to the McArthur River zinc-lead mine in the Northern Territory (Figure 1) by expenditure of $5 million by August 2014, and can then elect to earn up to a 70% interest through the expenditure of an additional $10 million by August 2018. Teck is operator of the project while it is the sole contributor to expenditure, or is the majority owner, and to date has expended approximately $4 million.

A diamond drilling program to further explore and confirm the substantial grades and thicknesses from historic drilling previously reported from the Teena prospect (Figure 6) was commenced late in the quarter. The program will total about 4,500 metres and the drill holes will be located along the interpreted trend of the Teena Sub-basin (Figure 7), testing the target area marked.

The drill program objectives are to:

a) Demonstrate continuity of mineralisation (plus grade increase) between old holes across the basin,
b) Test the "keel" of the basin for multiple lenses of high grade stratiform mineralisation (not previously tested),
c) Test the northern margin of the basin for laminated, breccia and replacement styles of mineralisation, and
d) Test the north side of the Bald Hills Fault, to expand dramatically the mineralisation potential.

The Teena prospect is potentially a large system with zinc intercepts over a 1.5km x 0.75km area (comparable to the McArthur River orebody footprint) defined by only 8 drill holes (Figure 7). The previous drilling at Teena shows all of the mineralisation styles also observed at McArthur River such as multiple lenses, laminated stratiform sphalerite (classic Sedex style), coarse-grained sphalerite (epigenetic style) and fault/breccia hosted sphalerite-galena.

As of the end of the quarter, drilling had started on the first drill hole, TNDD09. Assays for this hole are expected during the third quarter.

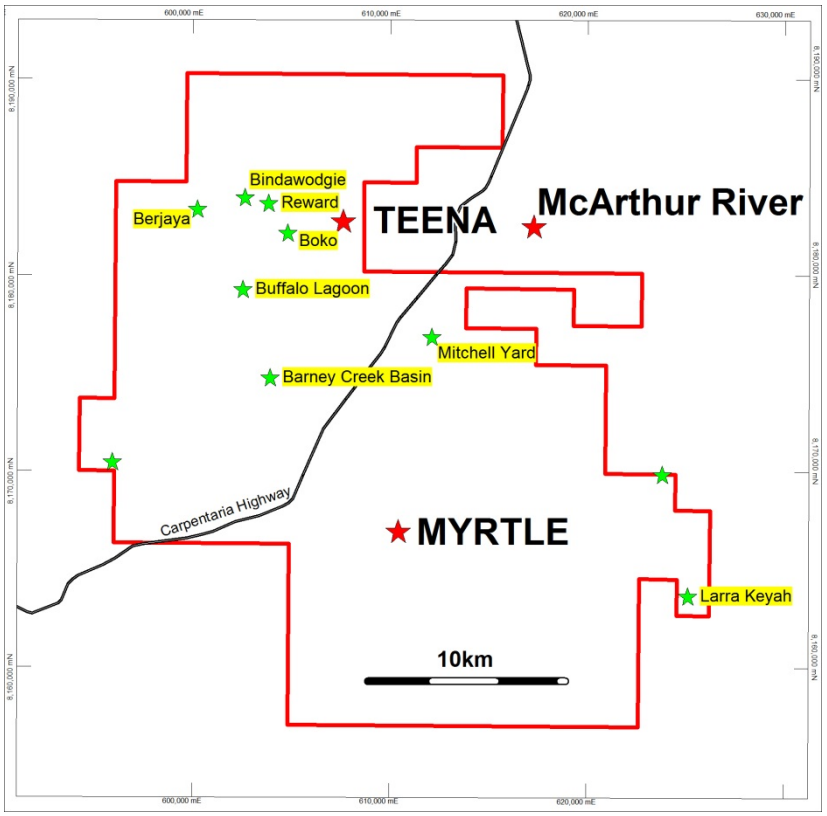

Figure 6: Reward Project Tenements and Prospect Map

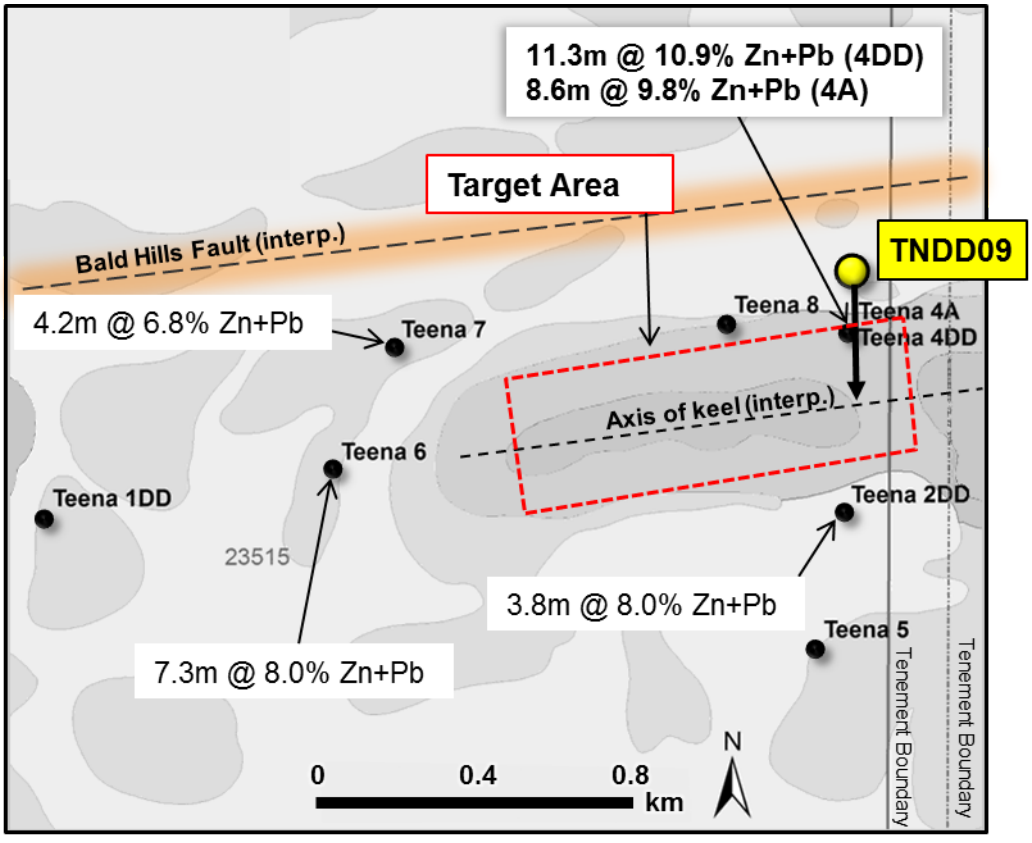

Figure 7: Teena Prospect Drill Plan Showing Proposed Drill Locations (first hole is TNDD09 shown in yellow, planned holes will test the target area –red outline)

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

Rox can earn an initial 51% interest in the copper, lead, zinc, silver, gold, bismuth and PGE mineral rights (Cu-Pb-Zn-Ag-Au-Bi-PGE) in the Bonya project by expenditure of $500,000 by December 2014, with a minimum expenditure of $150,000 by December 2013. Rox can elect to earn a further 19%, and increase its interest to a total of 70%, by spending a further $1 million over an additional 2 years.

Located adjacent to the Jervois copper deposit (JORC Mineral Resource of 13.5 Mt @ 1.3% Cu, 25 g/tAg, KGL:ASX), 350km east of Alice Springs, Northern Territory (Figure 1), visible outcropping copper mineralisation has returned rock chip assays up to 33% copper, 55 g/t silver and 0.6 g/t gold, including significant levels of lead (Pb).

During the quarter a compilation of previous regional geophysical datasets was completed, which has greatly aided prospect targeting. As follow-up to this, Rox is planning an airborne VTEM survey in the third or fourth quarter.

MARQUA PHOSPHATE PROJECT, NT (Rox 100%)

Rox is seeking a strategic partnership to take the Marqua phosphate project forward.

CORPORATE

Cash on hand at the end of the quarter was $2.96 million.

Dated this 30th day of July 2013.

Signed on behalf of the Board of Rox Resources Limited.

IAN MULHOLLAND
Managing Director

Table 1: Camelwood Diamond Drilling Results (new results shown in bold)

MFED001	355997	7035799	397.3	-75	270	282.6	294.0	11.4	2.93	33.4
Including						282.6	289.0	6.4	3.80	
Including						282.6	285.5	2.9	4.66	
MFEC002	355996	7035702	261.5	-75	270	211.7	228	16.3	1.79	29.2
Including						211.7	218	6.3	2.53	
Including						212.0	212.47	0.47	5.42	
MFED003	355991	7035593	210.9	-80	270	178.3	185.8	7.5	1.22	9.2
Including						178.3	178.7	0.4	3.76	
MFED004	355900	7036097	216.1	-60	270	197.3	214.4	17.1	0.47	8.0
MFED005	355995	7035900	421.3	-78	270	382.0	387.7	5.7	2.25	12.8
Including						*382.0*	*382.4*	*0.4*	*5.38*	
And						*384.6*	*387.7*	*3.1*	*3.37*	
Including						*384.6*	*386.3*	*1.7*	*4.64*	
MFED006	355995	7035900	346.2	-70	270	317.7	319.0	1.3	2.55	3.3
Including						317.7	318.3	0.6	3.76	
MFED007	356000	7035795	421.1	-85	270	388.7	389.9	1.2	5.20	6.2
Including						388.7	389.4	0.7	7.79	
MFED008	355999	7035850	376.3	-80	270	350.5	352.3	1.8	2.81	5.1
Including						350.5	350.8	0.30	4.03	
MFED009	355999	7035850	426.9	-85	270	401.66	403.70	2.04	1.61	3.3
Including						*401.66*	*401.88*	*0.22*	*3.49*	
And						*402.75*	*403.70*	*0.95*	*2.60*	
MFED010	355999	7035850	367.2	-72	270	341.11	347.26	6.15	3.30	20.3
Including						*341.11*	*341.38*	*0.27*	*3.43*	
And						*341.66*	*341.85*	*0.19*	*10.97*	
And						*342.25*	*347.26*	*5.01*	*3.43*	
Including						*342.25*	*343.89*	*1.64*	*5.81*	
MFED011	355999	7035850	316	-62	270	293.71	293.98	0.27	1.88	0.5
MFED012	355996	7035702	427.1	-90	270	375.68	376.42	0.74	3.84	2.8
MFED013	355823	7036149	171.45	-65	270	140.87	141.55	0.68	5.88	4.0
MFED014	355823	7036149	162.3	-55	270	130.60	138.00	7.40	1.89	14.0
Including						*130.60*	*132.05*	*1.45*	*3.60*	
MFED015	355859	7036150	240.85	-78	270	202.45	202.91	0.46	1.47	0.9
And						217.32	217.52	0.20	1.04	
MFED016	355816	7036302	297.95	-60	270	NSR				
MFED017	355900	7036698	751.05	-60	270	NSR				
MFED018	355995	7036000	450.4	-85	270	414.98	416.63	1.65	3.19	5.6
And						417.63	417.83	0.20	1.55	
MFED019	355999	7036000	369.5	-74	270	340.69	344.00	3.31	1.88	6.2
Including						*340.69*	*341.54*	*0.85*	*5.01*	
MFED020	356000	7035749	309.3	-75	270	269.7	277.0	7.3	1.94	14.2
Including						*269.7*	*275.0*	*5.3*	*2.40*	
Including						*269.7*	*270.2*	*0.5*	*6.67*	
MFED021	355999	7035749	249.9	-62	270	226.0	229.0	3.0	1.94	5.7
Including						*226.0*	*227.0*	*1.0*	*3.36*	
MFED022	356109	7035796	274	-70	270	246.2	250.0	3.8	2.73	10.3
Including						*246.2*	*249.0*	*2.8*	*3.49*	

MFED023	356106	7035799	403	-65	270	377.4	382.0	4.6	2.58	12.0
Including						377.4	380.0	2.6	3.28	
Including						377.4	377.9	0.5	4.98	
And						379.0	380.0	1.0	4.26	
MFED024	356241	7035612	435.3	-60	270	409.8	410.3	0.5	6.44	3.2
MFED025	356241	7035612	401.4	-50	270	373.8	380.8	7.0	2.40	16.8
Including						*373.8*	*378.0*	*4.2*	*3.17*	
MFED026	356195	7035903	504.5	-65	270	483.0	485.7	2.7	5.20	14.0
Including						*483.9*	*485.7*	*1.8*	*6.30*	
MFED027	356110	7035698	346.0	-65	270	317.3	320.4	3.1	2.11	6.5
Including						*317.3*	*317.8*	*0.5*	*4.27*	
MFED028	356197	7035899	550.0	-73	270	522.8	523.0	0.2	5.29	1.3
MFED029	356184	7035754	448.0	-57	270	406.4	407.2	0.8	3.40	2.7
MFED030	356135	7035002	250.0	-75	270	233.95	235	1.05	0.48	0.5
MFED031	356153	7035951	535.9	-72	270	496.85	497.1	0.25	9.01	2.2
MFED032	356151	7035503	373.2	-65	270	312.7	316.1	3.4	2.74	9.3
Including						*314.6*	*316.1*	*1.5*	*4.11*	
MFED033	356151	7035503	284.9	-51	270	265.2	268.4	3.2	3.39	10.9
Including						*265.6*	*268.4*	*2.8*	*3.72*	
MFED034	356153	7035951	484.0	-65	270	455.0	456.6	1.6	2.25	3.6
Including						*455.0*	*455.5*	*0.5*	*5.29*	
MFED035	356132	7035600	306.5	-58	270	283.5	289.8	6.3	1.54	14.3
And						293.0	296.5	3.5	1.35	
MFED036	356363	7035800	604.5	-58	270	569.0	570.6	1.6	3.69	6.1
MFED037	356065	7035650	276.3	-65	270	246.6	249.6	3.0	1.58	15.1
Including						*246.6*	*247.7*	*1.1*	*3.21*	
And						251.0	253.2	2.2	1.79	
And						255.0	257.9	2.9	2.21	
MFED038	356270	7035500	433.0	-64	270	392.8	393.1	0.3	4.52	7.0
And						395.1	398.3	3.2	1.43	
Including						*395.1*	*395.5*	*0.4*	*3.76*	
And						402.0	402.8	0.8	1.38	
MFED039	356094	7035790	381.8	-60	270	358.8	366.1	7.3	1.88	13.6
Including						*358.8*	*364.4*	*5.6*	*2.13*	
Including						*358.8*	*359.2*	*0.4*	*6.05*	
And						365.5	366.1	0.6	2.43	
MFED040	356180	7035398	322.0	-60	270	290.0	291.9	1.9	3.11	5.8
MFED041	**356181**	**7035398**	**346.8**	**-72**	**270**	**315.9**	**316.2**	**0.3**	**2.44**	**0.7**

Table 2: Camelwood RC Drilling Results (new results shown in bold)

Hole	East	North	Depth (m)	Dip	Azimuth	From (m)	To (m)	Interval	Ni%	m%
MFEC001	355899	7035798	162	-70	270	130	133	3	1.27	3.8
Including						*130*	*132*	*2*	*1.58*	
MFEC002	355956	7035802	242	-75	270	212	216	4	1.99	8.0
MFEC003	355986	7035594	172	-65	270	141	146	5	1.45	12.4
And						152	155	3	1.72	
Including						*152*	*154*	*2*	*2.22*	
MFEC004	355974	7035692	182	-60	270	159	179	20	1.06	21.2
Including						*159*	*165*	*6*	*1.36*	
Including						*169*	*174*	*5*	*1.49*	
MFEC005	355903	7035893	187	-60	270	147	148	1	2.99	3.0
MFEC006	355994	7035506	150	-65	270	126	126	1	2.48	2.5
MFEC007	355854	7035998	150	-60	270	118	121	3	1.82	5.5
MFEC010	355829	7036103	150	-60	270	118	136	18	1.53	27.5
Including						*119*	*128*	*9*	*2.04*	
MFEC012	355832	7036200	168	-70	270	153	154	1	1.10	1.1
MFEC013	355818	7036247	162	-60	270	Terminated short of target				
MFEC015	355845	7036059	162	-60	270	125	130	5	1.33	6.7
MFEC016	355881	7035958	156	-60	270	129	133	4	1.11	4.4
MFEC017	355720	7036259	86	-60	270	NSR (gossanous 56-65m)				
MFEC020	355928	7035750	174	-60	270	141	146	5	1.80	12.0
Including						*141*	*143*	*2*	*2.49*	
And						157	159	2	1.49	
MFEC021	355769	7036249	150	-60	270	105	124	19	1.32	25.1
MFEC022	355933	7035854	216	-60	270	186	187	1	2.55	2.6
MFEC023	355750	7036300	141	-60	270	101	120	19	0.44	8.4
MFEC024	355970	7035650	186	-60	270	144	148	4	1.27	9.2
And						155	159	4	1.04	
MFEC025	355697	7036402	130	-60	270	NSR				
MFEC026	356000	7035397	138	-75	270	111	112	1	1.13	1.1
MFEC027	356003	7035300	102	-75	270	NSR (gossanous 78-79m)				
MFEC028	355993	7035558	156	-70	270	146	148	2	1.36	2.7
MFEC029	356054	7035294	150	-65	270	134	135	1	1.22	1.2
MFEC030	356058	7035199	156	-60	270	140	144	4	1.90	7.6
Including						*140*	*141*	*1*	*2.84*	
MFEC031	356059	7035096	140	-60	270	124	126	2	1.12	2.2
MFEC032	355826	7036155	174	-60	270	144	146	2	2.02	4.0
MFEC033	356070	7035001	138	-60	270	119	121	2	3.50	7.0
Including						*119*	*120*	*1*	*5.71*	

Notes:

- New results shown in **bold**.
- Grid coordinates GDA94: Zone 51, Collar positions determined by hand held GPS and confirmed by DGPS.
- All holes RL 537 AHD confirmed by DGPS.
- Hole azimuths planned to be 270 degrees, but hole deviations may result in hole paths different to those intended. Correct lateral positions of down hole intercepts are shown on the Figures.
- RC drilling (hole prefix MFEC) by reverse circulation face sampling hammer, then 1 metre samples split and bagged.
- Diamond drilling (hole prefix MFED) by HQ/NQ diamond core, with core cut in half and sampled to either significant geological boundaries or even metre intervals.
- Diamond drill samples weighed in water and air to determine bulk density, and then crushed to 6.5mm
- 3-5kg sample preparation by pulp mill to nominal P80/75um.
- Ni assays by ICP-OES following a 4 acid digest (Intertek analysis code 4A/OE).
- Certified Reference Standards and field duplicate samples were inserted at regular intervals to provide assay quality checks. Review of the standards and duplicates are within acceptable limits.
- Cut-off grade 1% Ni with up to 2m of internal dilution allowed (with the exception of holes MFED004 & MFEC023).
- Given the angle of the drill holes and the interpreted 60 degree dip of the host rocks, reported intercepts will be more than true width.

About Rox Resources

Rox Resources Limited is an emerging Australian minerals exploration company. The company has four key assets at various levels of development with exposure to gold, nickel, zinc, lead, copper and phosphate, including the Mt Fisher Gold Project (WA), Myrtle/Reward Zinc-Lead Project (NT), the Bonya Copper Project (NT) and the Marqua Phosphate 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 a strong potential for nickel. The total project area is 655km^2, consisting of a 485km^2 area 100% owned by Rox and an Option to purchase 100% of a further 170km^2.

Initial drilling by Rox has defined numerous high-grade targets and defined a Measured, Indicated and Inferred Mineral Resource of **973,000 tonnes grading 2.75 g/t gold** to be defined 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).

Drilling at the Camelwood nickel prospect has intersected **massive, matrix and disseminated nickel sulphide mineralisation** in a number of holes along a 1.2km strike length and up to 500m depth, including **11.4m @ 2.9% Ni** and **6.2m @ 3.3% Ni**, with the mineralisation open at depth.

Reward Zinc-Lead Project (Farm-out Agreement)

Rox has signed an Earn-In and Joint Venture Agreement with Teck Australia Pty Ltd. ("Teck") to explore its 670km^2 Myrtle/Reward zinc-lead tenements, located 700km south-east of Darwin, Northern Territory. The Myrtle deposit has a current JORC Inferred Mineral Resource of **43.6 Mt @ 5.04% Zn+Pb** (Indicated: 5.8 Mt @ 3.56% Zn, 0.90% Pb; Inferred: 37.8 Mt @ 4.17% Zn, 0.95% Pb). Historic drill intercepts of sediment- and fault-hosted mineralisation exist at the Teena prospect, including **11.3m @ 10.9% Zn+Pb** and **8.6m @ 9.84% Zn+Pb**. Under the terms of the agreement, Teck have an option to spend A$5m by 31 August 2014 to earn an initial 51% interest. Teck can increase its interest in the project to 70% by spending an additional A$10m (A$15m in total) by 31 August 2018.

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

In October 2012 Rox signed a Farm-in Agreement with Arafura Resources Limited to explore the Bonya Copper Project located 350km east of Alice Springs, Northern Territory. Outcrops of visible copper grading up to 34% Cu and 27 g/t Ag are present. Under the agreement, Rox can earn a 51% interest in the copper, lead, zinc, silver, gold, bismuth and PGE mineral rights by spending $500,000 within the first two years. Rox can elect to earn a further 19% (for 70% in total) by spending a further $1 million over a further two years. Once Rox has earned either a 51% or 70% interest it can form a joint venture with Arafura to further explore and develop the area.

Marqua Phosphate Project (100%)

Rox owns four tenements covering approximately 1,900 km^2 in the Northern Territory which comprise the Marqua Phosphate project. The project has the potential for a sizeable phosphate resource to be present, with surface sampling returning values up to 39.4% P_2O_5 and drilling (including 6m @ 19.9% P_2O_5 and 5m @ 23.7% P_2O_5) confirming a 30km strike length of phosphate bearing rocks. In addition to phosphate, there is also potential for lead-zinc mineralisation. The project is located 300km south-west of Mt Isa, and is situated 250km from the nearest railhead and gas pipeline at Phosphate Hill.

Competent Person Statement:
The information in this report that relates to Exploration Results and Mineral Resources is based on information compiled by Mr Ian Mulholland BSc (Hons), MSc, FAusIMM, FAIG, FSEG, MAICD, who is a Fellow of The Australasian Institute of Mining and Metallurgy and a Fellow of the Australian Institute of Geoscientists. Mr Mulholland has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration, and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Mulholland is a full time employee of the Company and consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

APPENDIX 5B

Mining Exploration Entity Quarterly Report

Name of entity

ROX RESOURCES LIMITED

ACN or ARBN	Quarter ended ("current quarter")
107 202 602	**30 June 2013**

Consolidated statement of cash flows

		Current Quarter A$'000	Year to Date (12 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	(2,026)	(3,469)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(255)	(976)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	29	69
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other – Security bonds repayments	-	-
	Net Operating Cash Flows	(2,252)	(4,376)
	Cash flows related to investing activities		
1.8	Payment for purchases of:		
	(a) prospects	(100)	(100)
	(b) equity investments	-	-
	(c) other fixed assets	(3)	(26)
1.9	Proceeds from sale of: (a) prospects	-	-
	(b) equity investments	-	54
	(c) other fixed assets	-	-
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other -	-	-
	Net investing cash flows	(103)	(72)
1.13	Total operating and investing cash flows (carried forward)	(2,355)	(4,448)

1.13	Total operating and investing cash flows (brought forward)	(2,355)	(4,448)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares (net of costs)	-	6,102
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	-	6,102
	Net increase (decrease) in cash held	(2,355)	1,654
1.20	Cash at beginning of quarter/year to date	5,319	1,310
1.21	Exchange rate adjustments to 1.20	-	-
1.22	**Cash at end of quarter**	2,964	2,964

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	184
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

Nil

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

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	846
4.2	Development	-
4.3	Production	-
4.4	Administration	202
	Total	1,048

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	2,198	4,559
5.2	Deposits at call	766	760
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
	Total: cash at end of quarter (item 1.22)	2,964	5,319

Changes in interests in 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	-	-	-	-

	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**	590,809,744	590,809,744		
7.4 Changes during quarter - Issued - Options exercised				
7.5 **Convertible debt securities** *(description and conversion factor)*	-			
7.6 Changes during quarter	-			
7.7 **Options** *(description and conversion factor)*	 550,000 8,500,000	 Nil Nil	*Exercise Price* $0.047 $0.025	*Expires* 30 Nov 2014 30 Nov 2015
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)*	-	-	-	-

Issued and quoted securities at end of current quarter

Compliance statement

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: 30 July 2013

Company Secretary

Print Name: Brett Dickson