

28 October 2024

RRL1944D

Mr Ben Dawson
Level 40, Central Park
152-158 St Georges Terrace
PERTH WA 6000

Sent by email: ListingsCompliancePerth@asx.com.au

Dear Ben,

Rox Resources Limited (ASX: RXL) – Response to ASX Aware Letter

Rox Resources Limited (“**Rox**” or the “**Company**”) refers to your ASX Aware Letter dated 23 October 2024. Capitalised terms used and not otherwise defined in this letter have the meaning given to them in your letter.

The Company responds to your queries using the same referencing in your letter as follows:

1. *Does RXL consider the Assay Results, or any part thereof, to be information that a reasonable person would expect to have a material effect on the price or value of its securities?*

No.

2. *If the answer to any part of question 1 is “no”, please advise the basis for that view.*

The Assay Results are part of the resource conversion drilling programme aiming to increase Inferred to Indicated Resources as part of the Definitive Feasibility Study (“DFS”) work, as announced to the market on 12 August 2024.

RXDD129 returned high-grade results whereas RXDD130, approximately 60 meters away, did not return any material results.

Given these are only two (2) results in the current drill programme comprising a total of 24 holes they will need to be considered in conjunction with the remaining results for the Inferred to Indicated drilling programme and in context of the current Mineral Resource Estimate at the Youanmi Gold Project. On a stand-alone basis they do not constitute price sensitive information.

3. *When did RXL first become aware of the Assay Results referred to in question 1 above?*

Raw Assay Results from RXDD129 and RXDD130 were received from the laboratory at 10:20am on Friday 18 October 2024.

The raw Assay Results for RXDD129 and RXDD130 were then reviewed, and finalised after the close of trading, at 1:59pm on Monday 21 October 2024. The Announcement was released prior to the commencement of trading on the following day.

4. *When did RXL receive the assay results for RXDD129? In answering this question, please provide the date and time.*

Raw Assay Results were received from the laboratory at 10:20am on Friday 18 October 2024.

The Assay Results were reviewed, and finalised at 1:59pm on Monday 21 October 2024.

5. *When did RXL receive the assay results for RXDD130? In answering this question, please provide the date and time.*

Raw Assay Results were received from the laboratory at 10:20am on Friday 18 October 2024.

The Assay Results were reviewed, and finalised at 1:59pm on Monday 21 October 2024.

6. *If RXL first became aware of the Assay Results before the date of the Announcement, did RXL make any announcement prior to that date which disclosed the information? If not, please explain why the information was not released to the market at an earlier time, commenting specifically on when you believe RXL was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps RXL took to ensure that the information was released promptly and without delay.*

Raw Assay Results were received from the laboratory at 10:20am on Friday 18 October 2024. However, the Assay Results were not finalised and confirmed correct until 1:59pm on Monday 21 October 2024. An announcement was subsequently prepared, approved by the Company's Board and released pre-market 22 October 2024.

Please provide details of the prior announcements if applicable.

Not applicable.

7. *Please confirm that RXL is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.*
Yes.
8. *Please confirm that RXL's responses to the questions above have been authorised and approved in accordance with 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.*

The Company confirms that its responses to the questions above have been authorised and approved by the Board of the Company.

Yours sincerely,



Christopher Hunt
Company Secretary



23 October 2024

Mr Chris Hunt
Company Secretary
Rox Resources Limited

By email: chrishunt@roxresources.com.au

Dear Mr Hunt

Rox Resources Limited ('RXL'): ASX Aware Letter

ASX refers to the following:

- A. The change in the price of RXL's securities from \$0.135 at the close of trading on 17 October 2024 to an intraday high of \$0.18 on 21 October 2024.
- B. The significant increase in the volume of RXL's securities traded on 18 October 2024 and 21 October 2024.
- C. RXL's announcement titled "*Rox intersects more high-grade gold from Youanmi*" released on the ASX Market Announcements Platform ('MAP') at 9.13am (AEDT) on 22 October 2024 disclosing the results of assays received for drill holes RXDD129 and RXDD130 ('Assay Results') from RXL's Youanmi Gold Project ('Announcement').
- D. Listing Rule 3.1, which requires a listed entity to immediately give ASX 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.
- E. The definition of "aware" in Chapter 19 of the Listing Rules, which states that:
"an entity becomes aware of information if, and as soon as, an officer of the entity (or, in the case of a trust, an officer of the responsible entity) has, or ought reasonably to have, come into possession of the information in the course of the performance of their duties as an officer of that entity."
- F. Section 4.4 in *Guidance Note 8 Continuous Disclosure: Listing Rules 3.1 – 3.1B* titled "When does an entity become aware of information?"
- G. Listing Rule 3.1A, which sets out exceptions from the requirement to make immediate disclosure as follows.

"3.1A *Listing rule 3.1 does not apply to particular information while each of the following is satisfied in relation to the information:*

3.1A.1 *One or more of the following 5 situations applies:*

- *It would be a breach of a law to disclose the information;*
- *The information concerns an incomplete proposal or negotiation;*
- *The information comprises matters of supposition or is insufficiently definite to warrant disclosure;*
- *The information is generated for the internal management purposes of the entity; or*
- *The information is a trade secret; and*

3.1A.2 *The information is confidential and ASX has not formed the view that the information has ceased to be confidential; and*

3.1A.3 A reasonable person would not expect the information to be disclosed.”

- H. The concept of “confidentiality” detailed in section 5.8 of Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*. In particular, the Guidance Note states that:

“Whether information has the quality of being confidential is a question of fact, not one of the intention or desire of the entity. Accordingly, even though an entity may consider information to be confidential and its disclosure to be a breach of confidence, if it is in fact disclosed by those who know it, then it is no longer a secret and it ceases to be confidential information for the purposes of this rule.”

Request for information

Having regard to the above, ASX asks RXL to respond separately to each of the following questions:

1. Does RXL consider the Assay Results, or any part thereof, to be information that a reasonable person would expect to have a material effect on the price or value of its securities?
2. If the answer to any part of question 1 is “no”, please advise the basis for that view.
3. When did RXL first become aware of the Assay Results referred to in question 1 above?
4. When did RXL receive the assay results for RXDD129? In answering this question, please provide the date and time.
5. When did RXL receive the assay results for RXDD130? In answering this question, please provide the date and time.
6. If RXL first became aware of the Assay Results before the date of the Announcement, did RXL make any announcement prior to that date which disclosed the information? If not, please explain why the information was not released to the market at an earlier time, commenting specifically on when you believe RXL was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps RXL took to ensure that the information was released promptly and without delay.

Please provide details of the prior announcements if applicable.

7. Please confirm that RXL is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
8. Please confirm that RXL’s responses to the questions above have been authorised and approved in accordance with 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 **3.00 PM AWST Monday, 28 October 2024**. 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 and may require RXL to request a trading halt immediately if trading in ROX’s securities is not already halted or suspended.

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 us 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.

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.

Listing Rules 3.1 and 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.

Release of correspondence between ASX and entity

We reserve the right to release all or any part of this letter, your reply and any other related correspondence between us to the market under Listing Rule 18.7A. The usual course is for the correspondence to be released to the market.

Yours sincerely

ASX Compliance