

30 OCTOBER 2019

Quarterly Report

For the period ending 30 September 2019

Highlights

Youanmi Gold Project - Drilling yields high grades and is ongoing

- During the quarter Rox commenced the first major and systematic exploration program carried out at the Youanmi Gold Project since 1997
- The Youanmi South Prospect returned significant results including:
 - RXRC063: **12m @ 12.7 g/t Au** from 80m
 - RXRC064: **12m @ 8.5 g/t Au** from 44m
 - RXRC053: **4m @ 11.2 g/t Au** from 110m
 - RXRC066: **4m @ 7.6 g/t Au** from 76m
- The project Mineral Resource Estimate currently totals **12.4Mt at 2.97g/t Au for 1,190,600 ounces of gold¹**. This will be updated in due course with the incorporation of the results from the latest drilling program
- Drilling is ongoing, and the Company is currently compiling data and further results are expected imminently

Currans Find JV

- A three-stage drilling program was completed at the Currans Find Gold Project during the quarter (managed by Rox's JV partner, Venus Metals (ASX:VMC)). Results included:
 - CFRC26 **3m @ 32.58 g/t Au** from 115m
 - CFRC31 **3m @ 25.00 g/t Au** from 109m
 - CFRC42 **4m @ 9.25 g/t Au** from 46m
- Further drilling is currently underway, with results to be released to market as they become available

Agreement to form JV with Cullen on Northern Fisher East Tenure

- Rox is to earn up to a 75% interest in a 290km² tenement package adjacent to, and along strike of the Fisher East Nickel Project. The acquisition/farm-in adds 40km of nickel prospective "basal contact" strike length to Rox's exploration portfolio
- This JV positions Rox to grow its existing 78,000t contained nickel resource² in the Fisher East region

¹ Refer ASX 17 April 2019 | ² Refer ASX 5 February 2016

New Director Appointment

- Subsequent to the end of the quarter Rox announced the appointment of well credentialed executive Dr John Mair to the Board as a Non-Executive Director

Corporate

- Rox is well funded with \$5.38 million of cash and \$3.92 million of other receivables and securities at the end of the quarter

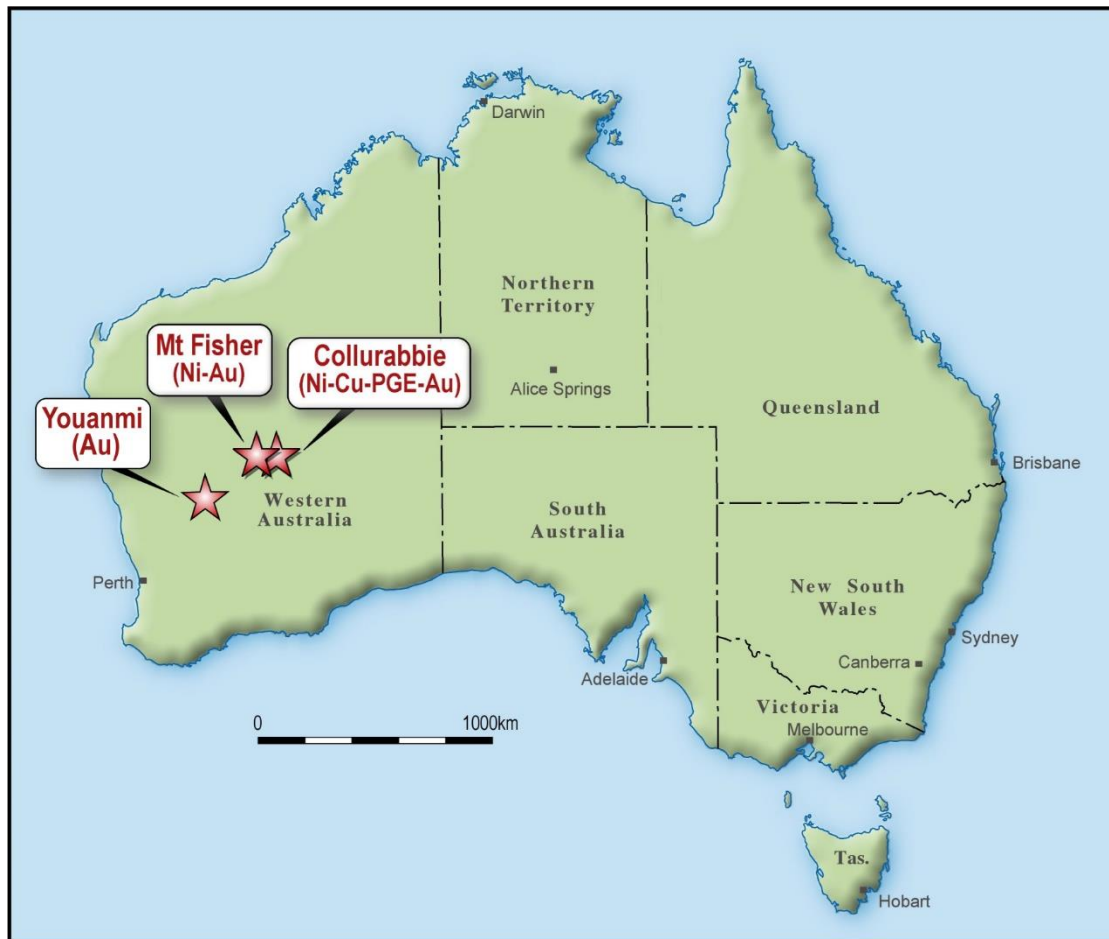


Figure 1: Rox Project Location Map

Youanmi Gold Project (50%, right to earn up to 70%)

Geology and Exploration Model

The Youanmi mine area greenstone belt consists of mafic and felsic volcanics, volcanoclastics, minor banded iron formations, cherts and both syn- and post- mineralisation dolerite dykes. The sequence is bounded to the west by the Rifle Range Fault and also a large circular layered mafic intrusion which is considered to be younger than the mine sequence. To the east the greenstone belt abuts the Youanmi Granite which shows both sheared and intrusive margins with the greenstone. The granite and the greenstone belt are sheared and faulted by the Main Lode

Shear Zone which trends north-west from the larger north-east trending Youanmi Shear Zone at the southern end of the Youanmi Granite.

Displacement on the Main Lode Shear Zone is predominantly strike-slip sinistral (and dip-slip reverse) and is considered to be a very important control in relation to gold mineralisation at Youanmi. Areas of relatively low-pressure during displacement (i.e. “pressure shadows” or dilation zones) along the granite / greenstone contact, in proximity to the shear zone are particularly prospective (Figure 2). Much of the historical mineralisation at Youanmi is located in these zones where the granite/greenstone is oriented more east-west than north-south thereby supporting the thesis.

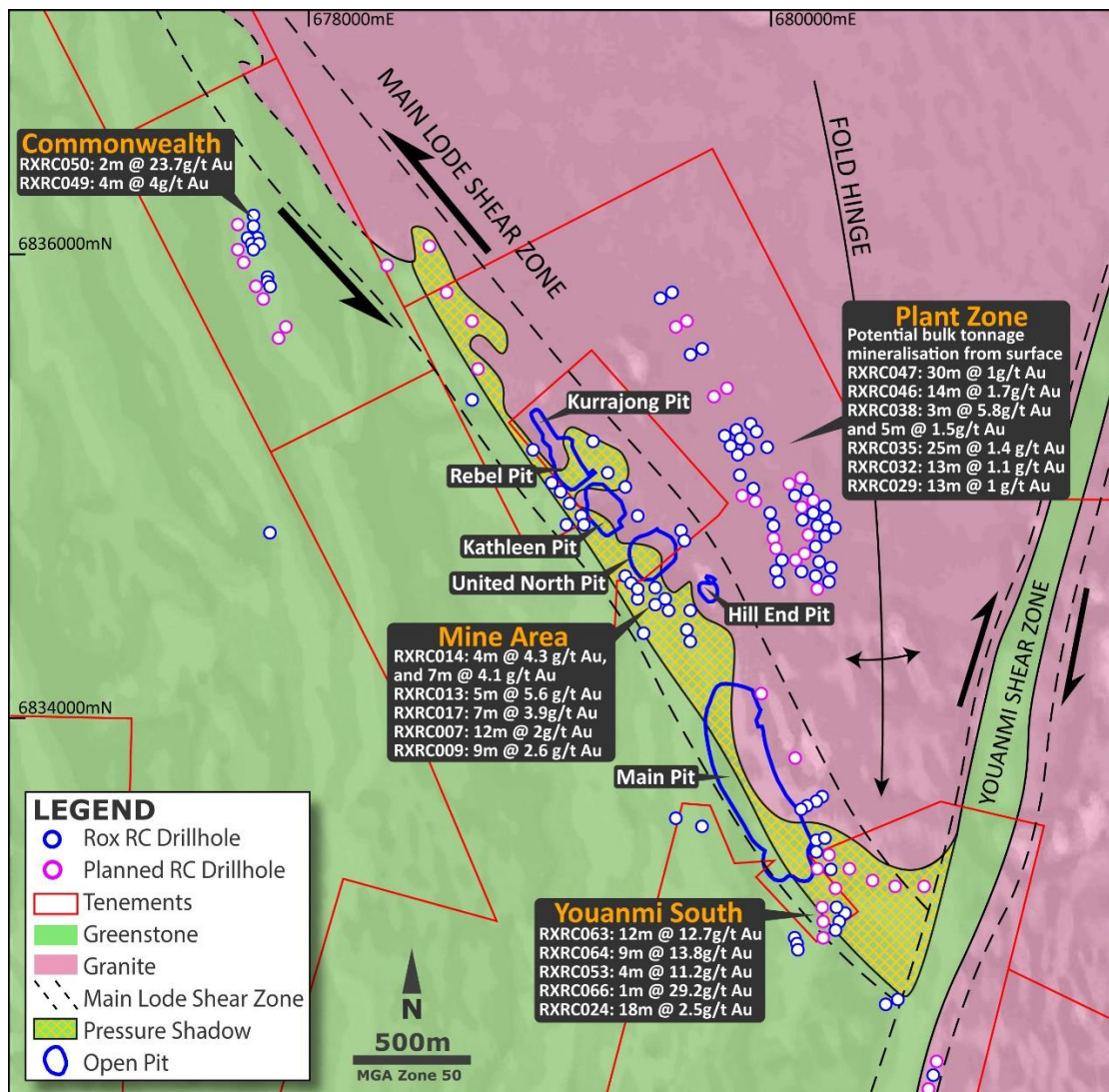


Figure 2 – Youanmi Pits Overlain on Geology with RC Drill Collars
(Figure also shows interpreted zones of relatively low pressure i.e. “pressure shadow” during displacement along Main Lode Shear Zone / gold mineralisation)

Rox Exploration Targeting

Rox is using the above interpretation, among other things, to develop its targeting at Youanmi. High density magnetic data (drone mag) surveys are currently underway to assist with identifying the granite/mafic contact. Rox is also investigating ground penetrating radar to further assist the targeting process.

The Company's exploration focus for the current program is gold mineralisation hosted in:

- Sheared greenstone / granite contact (e.g. Main Lode Shear Zone)
- Stock work mineralisation in the Youanmi Granite (e.g. Plant Zone)
- Dilational jogs and shears outside the Main Lode Shear Zone (e.g. Commonwealth)

Historical mining at Youanmi has centred on the Main Lode Shear Zone deposits situated in and around old workings. Plant Zone (Granite hosted mineralisation), Commonwealth (distal dilational jog) and Youanmi South (Main Lode Style) are unmined with mineralisation occurring from near surface in all cases.

Drilling Program Progress

Rox has drilled over 11,000 metres since the program commenced in August and has received results for around 80% of this amount. Planned drilling is in the order of 16,500 metres.



*Photo looking south east along the line of lode at Youanmi.
Drill rig in the foreground*

High Grade Results – Drilling ongoing

Over the course of the quarter the Company has announced high-grade results from several prospects with the most encouraging area encountered, to date, being the Youanmi South Prospect.

The Youanmi South Prospect is an unmined, shear zone related area of mineralisation and extends from the south eastern end of the Main Pit along the Main Lode Shear Zone potentially to the juncture of the Youanmi Fault Zone and the Main Lode Shear Zone around 1.2km to the south (Figure 3).

Highlights from the drilling to date include (ASX: 9 and 24 September 2019)

Youanmi South:

- RXRC024 - **4m @ 8.17 g/t Au** from 96m
- RXRC063: **12m @ 12.7 g/t Au** from 80m
- RXRC064: **12m @ 8.5 g/t Au** from 44m
- RXRC053: **4m @ 11.2 g/t Au** from 110m
- RXRC066: **4m @ 7.6 g/t Au** from 76m

Commonwealth:

- RXRC050 - **2m @ 23.67 g/t Au** from 76m
- RXRC049 - **4m @ 6.57 g/t Au** from 64m

United North:

- RXRC013 – **5m @ 5.59 g/t Au** from 81m including an intersection of **1m @ 23 g/t Au**
- RXRC014 - **9m @ 3.77 g/t Au** from 58m including an intersection of 5m @ 5.93 g/t Au.

Plant Zone:

- RXRC038: **4m @ 5.6 g/t Au** from 24m
- RXRC047: **30m @ 1.0 g/t Au** from 96m
- RXRC046: **14m @ 1.7 g/t Au** from 70m

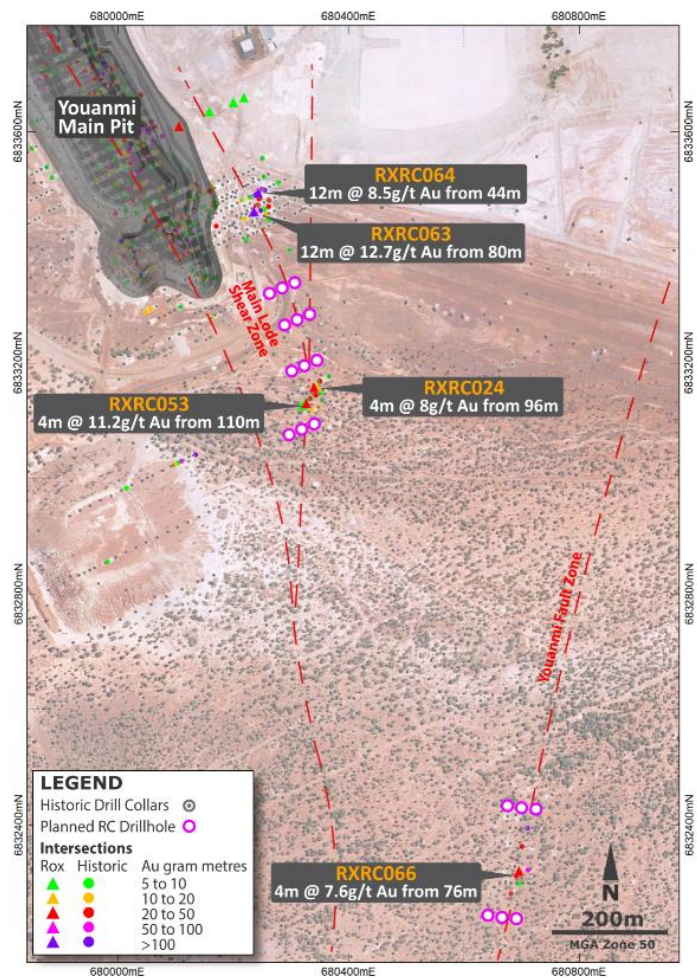


Figure 3a – Aerial photo showing Youanmi South and recent drilling

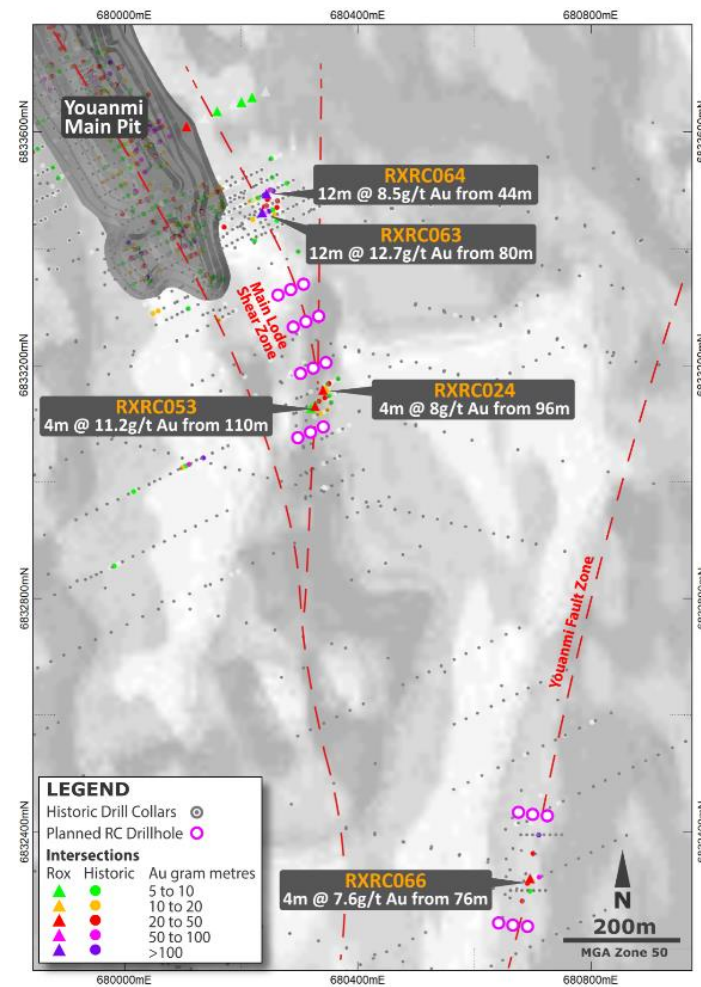


Figure 3b – Recent and planned drilling on magnetics with interpreted structures / splays off Youanmi Fault Zone

Currans Find (45%)

Rox and its JV partner, Venus Metals, each hold a 45% interest in the high-grade historic Currans Find Gold Prospect located in the centre of the Youanmi Gold Project (ASX: 10 April 2019).

Venus will be the manager of the joint ventures until Rox elects to move to 70% ownership of the OYG Joint Venture covering the Youanmi Gold Mine.

Project Background

The Currans Find project area is located within the Youanmi Greenstone Belt and situated approximately 5 km north-northwest of the historical Penny West gold mine (Figure 4). High-grade gold mineralization is associated with quartz veins that generally plunge to the southwest and steeply dip to the southeast. The mineralization is hosted by mafic rocks (amphibolite), ultramafics (talc-tremolite schist) and diorite. Similar rocks are host to the gold mineralisation at Penny West.

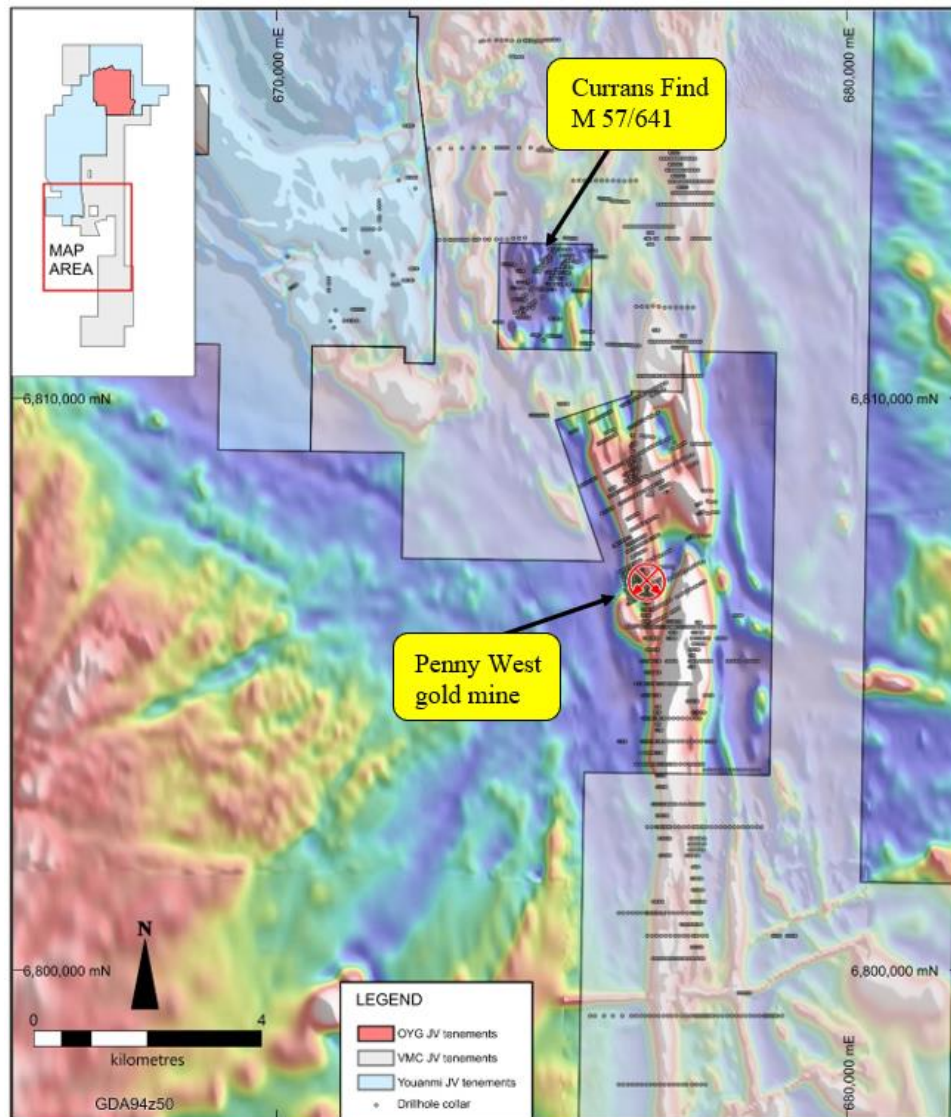


Figure 4 Gold Mineralisation and Demagnetised Horizons running NNW through the belt to Currans Find Prospect

Currans Find North Prospect

RC drilling (3 stages) confirmed the presence of two stacked lodes at Currans North and shows an increase in gold grade and width in the Upper Lode (Figure 5). The results also demonstrate that the gold mineralization remains open at depth and down-plunge.

Significant high-grade gold intersections from the drilling undertaken during the quarter (ASX releases 13 & 24 June 2019, 5 & 27 August 2019 and 5 September 2019) include:

- CFRC14: **2m @ 13.34 g/t Au** from 61m including 1m @ 25.38 g/t Au from 61m
- CFRC16: **3m @ 27.5 g/t Au** from 39m including 1m @ 72.67 g/t Au from 39m
- CFRC26: **3m @ 32.58 g/t Au** from 115m including 1m @ 76.03 g/t Au from 115m
(previously reported **8m @ 7.81g/t Au** from 112m (ASX: 5 August 2019)
- CFRC31: **3m @ 25.00 g/t Au** from 109m including 1m @ 57.15 g/t Au from 110m
- CFRC32: **1m @ 39.61 g/t Au** from 94m
- CFRC42: **4m @ 9.25 g/t Au** from 46m including 2m @ 16.05 g/t Au from 48m
- CFRC46: **1m @ 13.32 g/t Au** from 110m and 2m @ 3.84 g/t Au from 128m
- CFRC47: **4m @ 5.28 g/t Au** from 90m including 1m @ 15.30 g/t Au from 92m
and **2m @ 5.05 g/t Au** from 111m

Further RC drilling is in progress and will explore the down-plunge and along-strike extensions of the high-grade gold mineralization that was intersected in previous drilling phases.

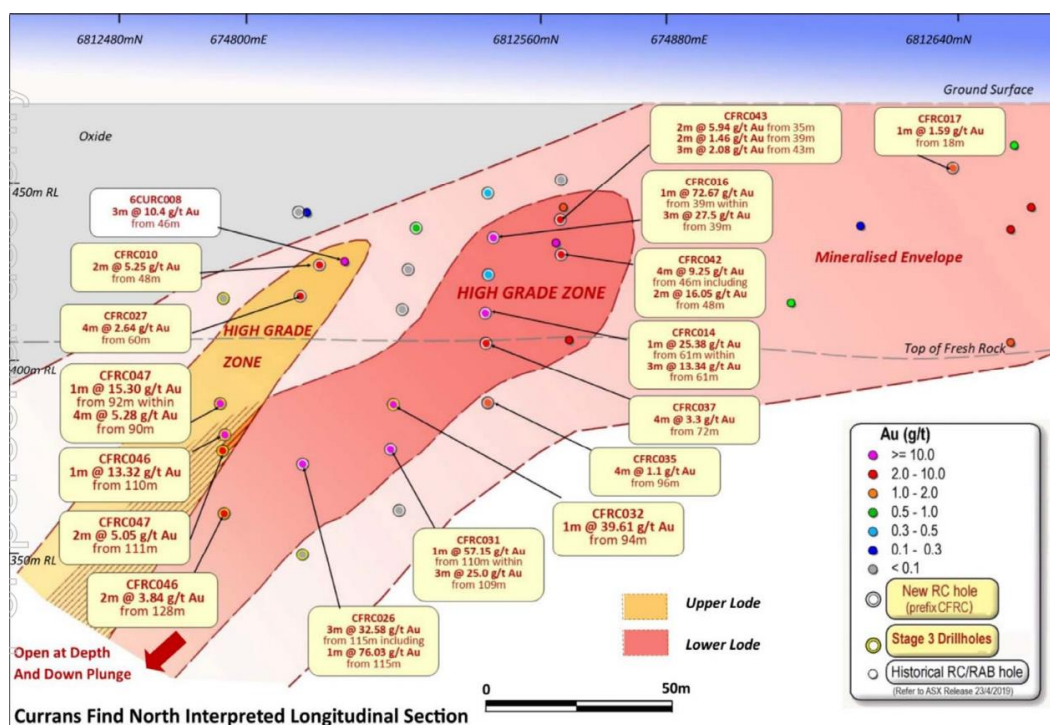


Figure 5 Currans Find North Long Section - Stack lodes and intersections at pierce points

Mt Fisher Gold Project (100%)

Following the completion of the 6,000m RC program in the June quarter and the receipt of all assays the Company is undertaking mineralisation modelling and exploration targeting.

The Mt Fisher Gold Project is located close to several gold plants which are currently underutilised and seeking additional ore sources. The Company is investigating the potential for resources to meet that demand.

Fisher East Nickel Project (100%)

Drill planning is underway, with drilling commencement likely early in CY2020 following the campaign at Youanmi.

Rox-Cullen Mt Eureka JV - Nickel and Gold Tenure Expanded

During the Quarter, Rox entered into a binding terms sheet with Cullen Exploration Pty Ltd (a subsidiary of Cullen Resources Limited ("Cullen"), ASX: CUL) which allows Rox to earn up to a 75% interest in Cullen's Mt Eureka tenements.

The Mt Eureka Nickel and Gold Project is located in the Northern Goldfields, about 600km northeast of Kalgoorlie (about 120km east of Wiluna) and immediately to the north of Rox Resources' Mt Fisher Gold and Fisher East Nickel Projects (Figures 6 below).

The Fisher East Nickel Project, discovered by Rox, comprises :

- mineral deposits with JORC resources at Camelwood, Cannonball and Musket, containing high grade, high tenor nickel sulphide mineralisation
- Sabre mineralisation where numerous drill holes have hit nickel sulphide mineralisation
- Mt Tate drill target where nickel sulphide was encountered in an exploratory aircore drill hole
- several other compelling drill targets.

Some of the better intersections seen at Rox's Fisher East Project include (ASX: 30 July 2014):

- MFEC071: **4m @ 8.4% Ni** from 178m, including 2m @ 14.7% Ni
- MFEC072: **5m @ 8.4% Ni** from 205m, including 3m @ 12.1% Ni,

The Mt Eureka Greenstone belt represents the northernmost 40 strike km of the contiguous Mt Fisher – Mt Eureka belt. The strike length of prospective ultramafic stratigraphy on the Mt Eureka Group of tenements is extensive with the prospective basal contact unit extended from Rox's tenure onto the Mt Eureka tenure.

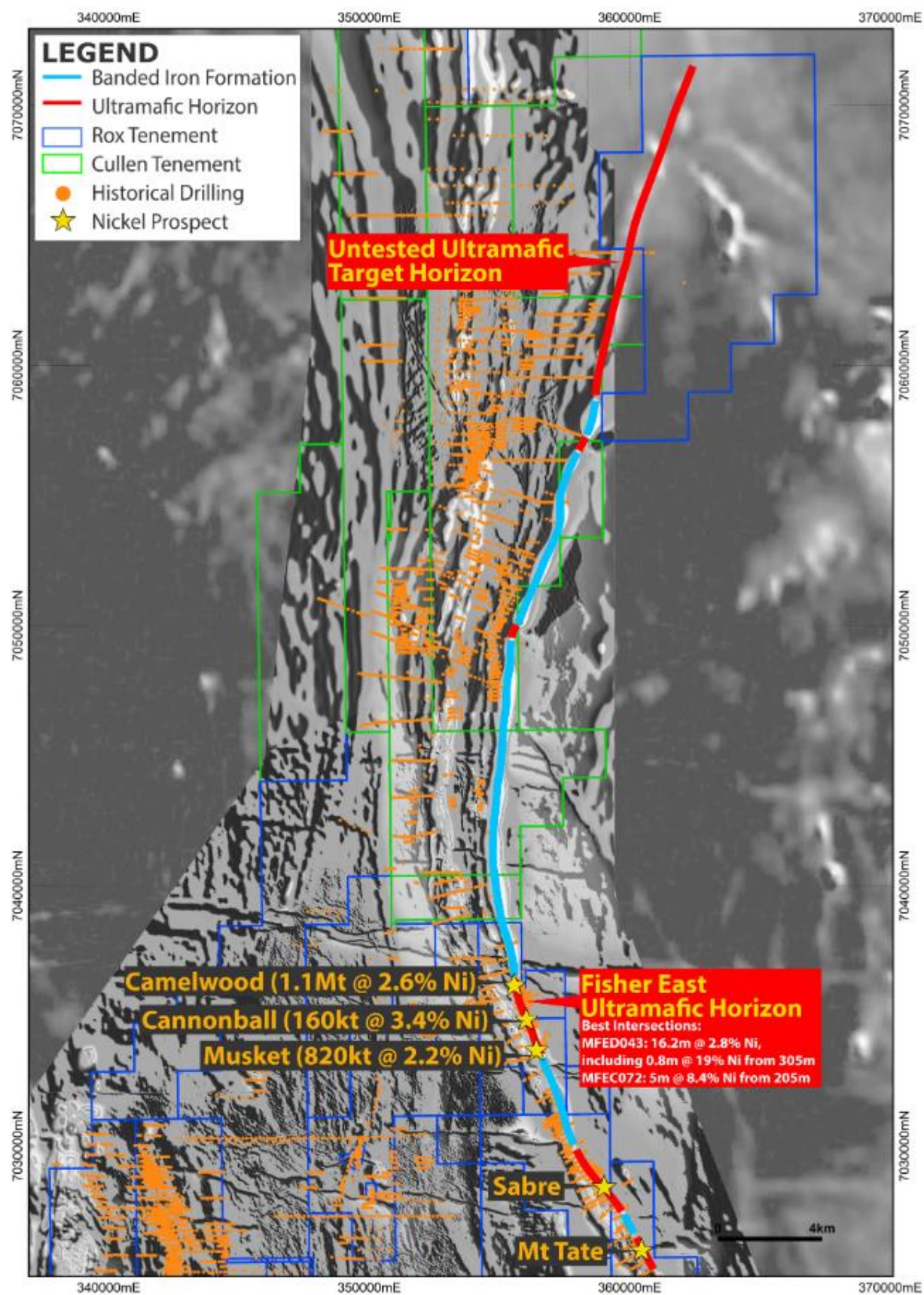


Figure 6 – Rox and Cullen Tenure on Magnetics. Nickel Prospective Horizon Highlighted

Key terms of the agreement are as follows:

- Rox may earn a 51% interest by spending \$1m on exploration expenditure within a three-year period from satisfaction of certain conditions precedent (Stage 1 Earn In).
- Cullen will receive \$40,000 cash upon satisfaction of one of the conditions precedent.
- If Rox earns a 51% interest, it can elect to earn a further 24% interest by expending a further \$1m on exploration expenditure over a three-year period, commencing at the end of the Stage 1 Earn In.
- Rox must spend a minimum of \$333,334 and ensure the Cullen tenements are in good standing on a daily pro rata basis before it may withdraw.
- Upon Rox earning 51% or, if it earns the additional 24%, upon Rox earning 75%, the parties will be associated in an unincorporated Joint Venture in relation to the Joint Venture Tenements, which will include certain Rox tenements and applications (see the Schedule and Fig.5 above).
- If Rox earns a 75% interest, Cullen will be free-carried, with no liability for any Joint Venture costs, until completion of a Pre-Feasibility Study.
- If Rox only earns a 51% interest, or earns 75% and completes a Pre-Feasibility Study, thereafter Cullen must contribute to Joint Venture costs pro-rata or dilute under a standard dilution formula.
- If a Participant's interest falls to 10% or less, that Participant's interest will be converted to a Net Smelter Return Royalty of 1% on those Cullen tenements already subject to a royalty and 2.5% on the balance of the Joint Venture Tenements.

Collurabbie (100%)

No significant field activity was undertaken during the quarter. The Company has been informally approached by several parties interested in acquiring the project. Early stage due diligence work is being carried out by these parties.

Corporate

Capital Raising to Accelerate Drilling at Gold and Nickel Projects

During the quarter Rox undertook an equity raising via share placement to sophisticated and institutional shareholders. This raised gross proceeds of A\$4.0m with Taylor Collison acting as sole Lead Manager and Bookrunner to the Placement.

Proceeds from the Placement enabled Rox to accelerate its exploration campaigns across both its Gold and Nickel projects and to:

- Further define the high-grade, near-surface gold mineralisation at the Youanmi Gold Project; and
- Implement its exploration plans at the Company's 100% owned Fisher East Nickel Project and the recently announced Mt Eureka JV

A total of 166.6 million fully paid ordinary shares were issued at a price of \$0.024 per share. The Company welcomed several new institutional investors to its share register, providing a strong endorsement for the Company's growth strategy in both gold and nickel.

New Director Appointment

Subsequent to the end of the quarter the Company announced the appointment of Dr John Mair as a non-executive independent director.

Dr Mair is an economic geologist with extensive international experience across technical, managerial and corporate fields. He holds a PhD in economic geology (UWA) and held the position of post-doctoral research fellow at the Mineral Deposit Research Unit, UBC, Canada.

Dr Mair brings a deep understanding of a range of gold deposits types from experience working in Western Australia, NSW, Alaska, Yukon, British Columbia amongst other places. He has authored numerous papers in leading scientific journals on the geology of gold deposits.

Dr Mair is the Managing Director of Greenland Minerals Limited who is developing the globally significant Kvanefjeld rare earths project in Greenland.

Financial

As of 30 September 2019, the Company's cash balance was \$5.38 million. A payment of A\$3.75 million is due by 15 February 2023 from Teck Australia. In addition, the Company holds 14,527,205 Thor Mining Plc CDI's which have a current market value of \$0.18 million. In total, the Company's cash, liquids (shares) and receivables are \$9.3 million.

Major items of note during the quarter were \$1.7 million of exploration expenditure and \$4.0 million gross proceeds received from the Company's capital raising.

For more information:

Alex Passmore

Managing Director

Tel: +61 8 9226 0044

admin@roxresources.com.au

Competent Person Statements:

Resource Statements

The information in this report that relates to nickel Mineral Resources for the Fisher East project was reported to the ASX on 5 February 2016 (JORC 2012). 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 nickel Mineral Resources for the Collurabbie project was reported to the ASX on 18 August 2017 (JORC 2012). Rox confirms that it is not aware of any new information or data that materially affects the information included in the announcement of 18 August 2017, and that all material assumptions and technical parameters underpinning the estimates in the announcement of 18 August 2017 continue to apply and have not materially changed.

The information in this report that relates to gold Mineral Resources for the Mt Fisher project was reported to the ASX on 11 July 2018 (JORC 2012). Rox confirms that it is not aware of any new information or data that materially affects the information included in the announcement of 28 March 2018, and that all material assumptions and technical parameters underpinning the estimates in the announcement of 28 March 2018 continue to apply and have not materially changed.

The information in this report that relates to gold Mineral Resources for the Youanmi project was reported to the ASX on 17 April 2019 (JORC 2012). Rox confirms that it is not aware of any new information or data that materially affects the information included in the announcement of 17 April 2019, and that all material assumptions and technical parameters underpinning the estimates in the announcement of 17 April 2019 continue to apply and have not materially changed.

Exploration Results

The information in this report that relates to previous Exploration Results, 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 of original announcement to ASX. 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 a number of key assets at various levels of development with exposure to gold, nickel, copper and platinum group elements (PGE's). The 1.2Moz Youanmi Gold Project and the Fisher East Nickel Project (78kt Ni) being the most advanced projects with exploration ongoing at the Mt Fisher Gold Project and the Collurabbie Nickel-Copper-PGE Project.

Youanmi Project (50% and option to increase to 70%)

The Youanmi Gold Mine is located 480 km to the northeast of Perth, Western Australia. The Youanmi Mining Centre has produced an estimated 667,000 oz of gold (at 5.47 g/t Au) since discovery in 1901 during three main periods: 1908 to 1921, 1937 to 1942, and 1987 to 1997.

The project is situated in the Youanmi Greenstone Belt, within the Southern Cross Province of the Archaean Yilgarn Craton in Western Australia. The structure of the Youanmi Project is dominated by the north-trending Youanmi Fault Zone. Most of the gold mineralisation seen at the project is hosted within north-northwest splays off the north-northeast trending Youanmi Fault.

Fisher East Nickel Project (100%)

The Fisher East nickel project is located in the North Eastern Goldfields region of Western Australia and hosts several nickel sulphide deposits. The total project area is ~350km².

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.

Collurabbie Gold-Nickel Project (100%)

The Collurabbie project is located in the highly prospective North Eastern Goldfields region of Western Australia and is prospective for gold and nickel. The project area of ~123km² hosts the Olympia nickel sulphide deposit and a number of other prospects for nickel sulphide mineralisation. A JORC 2012 Inferred Mineral Resource of 573,000t grading 1.63% Ni, 1.19% Cu, 0.082% Co, 1.49g/t Pd, 0.85g/t Pt has been defined at Olympia (ASX:RXL 18 August 2017). The style of nickel sulphide mineralisation is different to that at Fisher East, with a significant copper and PGE component at Collurabbie, and has been compared to the Raglan nickel deposits in Canada (>1Mt contained nickel). In addition, there is potential for gold mineralisation, with several strong drilling intersections including 2m @ 2.4g/t Au from the Naxos prospect.

Mt Fisher Gold Project (100%)

The Mt Fisher gold project is located in the North Eastern Goldfields region of Western Australia, adjacent to the Fisher East nickel project, and hosts several gold deposits. The total project area is ~220km².

Drilling by Rox has defined numerous high-grade gold targets and a JORC 2012 Measured, Indicated and Inferred Mineral Resource (ASX:RXL 11 July 2018) of 1.0 million tonnes grading 2.7 g/t Au reported at a 0.8 g/tAu cut-off exists for 89,000 ounces of gold (Measured: 170,000 tonnes grading 4.1 g/t Au, Indicated: 220,000 tonnes grading 2.7 g/t Au, Inferred: 630,000 tonnes grading 2.3 g/t Au) aggregated over the Damsel, Moray Reef and Mt Fisher deposits.

Appendix 5B

Name of entity

ROX RESOURCES LIMITED

ABN

53 107 202 602

Quarter ended ("current quarter")

30-Sep-19

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (3 months) \$A'000
1	Cash flows from operating activities		
1.1	Receipts from customers	-	-
1.2	Payments for	-	-
	(a) exploration & evaluation	(1,674)	(1,674)
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(248)	(248)
	(e) administration and corporate costs	(367)	(367)
1.3	Dividends received	-	-
1.4	Interest received	10	10
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Research and development refunds	-	-
1.8	Other	-	-
1.9	Net cash from / (used in) operating activities	(2,279)	(2,279)
2	Cash flows from investing activities		
2.1	Payments to acquire:		
	(a) property, plant and equipment	(8)	(8)
	(b) tenements (see item 10)	-	-
	(c) investments	-	-
	(d) other non-current assets	-	-
2.2	Proceeds from the disposal of:		
	(a) property, plant and equipment	-	-
	(b) tenements (see item 10)	-	-
	(c) investments	-	-
	(d) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other	-	-
2.6	Net cash from / (used in) investing activities	(8)	(8)

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (3 months) \$A'000
3	Cash flows from financing activities		
3.1	Proceeds from issues of shares	4,000	4,000
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	(248)	(248)
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	3,752	3,752

4	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	3,913	3,913
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(2,279)	(2,279)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(38)	(38)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	3,752	3,752
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	5,348	5,348

5	Reconciliation of cash and cash equivalents	Current quarter \$A'000	Previous quarter \$A'000
	at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts		
5.1	Bank balances	5,299	2,834
5.2	Call deposits	79	1,079
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	5,378	3,913

6 Payments to directors of the entity and their associates

**Current quarter
\$A'000**

6.1	Aggregate amount of payments to these parties included in item 1.2	(149)
6.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	-
6.3	Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2	

Includes salaries, fees and superannuation to executive and non-executive directors.

7 Payments to related entities of the entity and their associates

**Current quarter
\$A'000**

7.1	Aggregate amount of payments to these parties included in item 1.2	-
7.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	-
7.3	Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2	

n/a

8 Financing facilities available

Add notes as necessary for an understanding of the position

	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
8.1	-	-
8.2	-	-
8.3	-	-
8.4	Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.	

n/a

9	Estimated cash outflows for next quarter	\$A'000
9.1	Exploration and evaluation	675
9.2	Development	-
9.3	Production	-
9.4	Staff costs	176
9.5	Administration and corporate costs	156
9.6	Other (Acquisition)	-
9.7	Total estimated cash outflows	1,007

10	Changes in tenements (items 2.1(b) & 2.2(b) above)	Tenement reference and location	Nature of interest	Interest at beginning of quarter	Interest at end of quarter
10.1	Interests in mining tenements lapsed, relinquished or reduced	E53/2068 (Withdrawn) P53/1496 (Amalgamated)	All Minerals	Application 100%	0%
10.2	Interests in mining tenements acquired or increased	E36/948 E53/2002 E53/2018 E53/2062 E53/2075 E53/2090 E53/2095 E53/2102	All Minerals	0%	100% 100% 100% Application Application Application Application Application

Refer to Annexure 1 for full list of mining tenements.

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Sign here:



(Company secretary)

Date: 30 October 2019

Print name: Brett Dickson

Appendix 1 - Mining Tenements

Project	Tenement Number	Interest	Interest Held
Mt Fisher, WA	E53/1061	All Minerals	100%
	E53/1106	All Minerals	100%
	E53/1836	All Minerals	100%
	E53/1319	All Minerals	100%
	M53/09	All Minerals	100%
	M53/127	All Minerals	100%
	E53/1788	All Minerals	100%
Fisher East, WA	E36/948	All Minerals	100%
	E53/1218	All Minerals	100%
	E53/1716	All Minerals	100%
	E53/1802	All Minerals	100%
	E53/1318	All Minerals	100%
	E53/1884	All Minerals	100%
	E53/1885	All Minerals	100%
	E53/1886	All Minerals	100%
	E53/1887	All Minerals	100%
	E53/1950	All Minerals	100%
	E53/2002	All Minerals	100%
	E53/2018	All Minerals	100%
	E53/2062	All Minerals	Application
	E53/2075	All Minerals	Application
	E53/2090	All Minerals	Application
	E53/2095	All Minerals	Application
	E53/2102	All Minerals	Application
Collurabbie, WA	E38/2009	All Minerals	100%
	E38/2912	All Minerals	100%
	E38/3193	All Minerals	100%
Youanmi Gold Project	E57/1121	All Minerals	Application
	E57/1122	All Minerals	Application
	E57/1123	All Minerals	Application
Youanmi - OYG JV	M57/10	All Minerals	50%
	M57/51	All Minerals	50%
	M57/75	All Minerals	50%
	M57/97	All Minerals	50%
	M57/109	All Minerals	50%
	M57/135	All Minerals	50%
	M57/160A	All Minerals	50%
	M57/164	All Minerals	50%
	M57/165	All Minerals	50%
	M57/166	All Minerals	50%
	M57/167	All Minerals	50%
Youanmi - Sandstone JV	E57/985	Gold Rights	Earning 45%
	E57/986	Gold Rights	Earning 45%
	E57/1011-I	Gold Rights	Earning 45%
	P57/1365	Gold Rights	Earning 45%
	P57/1366	Gold Rights	Earning 45%
Youanmi - VMC JV	E57/982	Gold Rights	Earning 50%
	E57/1018	Gold Rights	Earning 50%
	E57/1019	Gold Rights	Earning 50%
	E57/1023-I	Gold Rights	Earning 50%
	E57/1078	Gold Rights	Earning 50%
Youanmi - Currans JV	M57/641	All Minerals	45%
	M57/642	All Minerals	45%