Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Rox Resources Limited
ABN	53 107 202 602

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Mr Stephen Dennis
Date of last notice	12 December 2022

Part 1 - Change of director's relevant interests in securities
In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Held by The Dennis Superannuation fund of which Mr Dennis is a trustee and beneficiary.
Date of change	13 February 2023
No. of securities held prior to change	**Indirect Holding** 1,059,998 Fully Paid Ordinary Shares
Class	Performance Rights
Number acquired	1,500,000
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	The Performance Rights are being issued as a cost-effective way to remunerate (in part) Mr Dennis. The indicative value of the Performance Rights is A$222,938.

+ See chapter 19 for defined terms.

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No. of securities held after change	**Indirect Holding** 1,059,998 Fully Paid Ordinary Shares 1,500,000 Performance Rights (expiry 31 December 2027)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Performance Rights issued to Directors as approved at the Rox Resources Limited General Meeting 10 February 2023.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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