



Conditions precedent to Youanmi consolidation transaction satisfied

Venus Metals Corporation Limited (ABN 99 123 250 582) (ASX:VMC) (**Venus**) and Rox Resources Limited (ABN 53 107 202 602) (ASX:RXL) (**Rox**) are pleased to announce that all conditions precedent to the agreement to consolidate the parties' respective ownership interests in the Youanmi Gold Project (refer ASX announcement dated 31 March 2023) (**Transaction**) have been satisfied.

Completion of the Transaction is expected to occur on 7 July 2023.

As approved by Venus shareholders at the general meeting held on 23 June 2023, Venus will distribute approximately 55,000,000 fully paid ordinary shares in Rox (**Rox Shares**) (**In-Specie Distribution**) in accordance with the following indicative timetable and otherwise as set out in the notices of meeting.

Description	Date*
Completion of Transaction	Friday, 7 July 2023
Issue of 110,000,000 Rox Shares to Venus as consideration for the Transaction	Friday, 7 July 2023
Record Date for In-Specie Distribution	Monday, 10 July 2023
Completion of In-Specie Distribution	Wednesday, 12 July 2023

** These dates are indicative only and may change without notice at the absolute discretion of the Company, subject to the Corporations Act, Listing Rules and other applicable laws.*

This ASX release was authorised by the Boards of the Venus and Rox.

For more information

Rob Ryan
Managing Director
Rox Resources Limited
Tel: +61 8 9226 0044
E: admin@roxresources.com.au

Matthew Hogan
Managing Director
Venus Metals Corporation Limited
Tel: +61 8 9321 7541
E: info@venusmetals.com.au