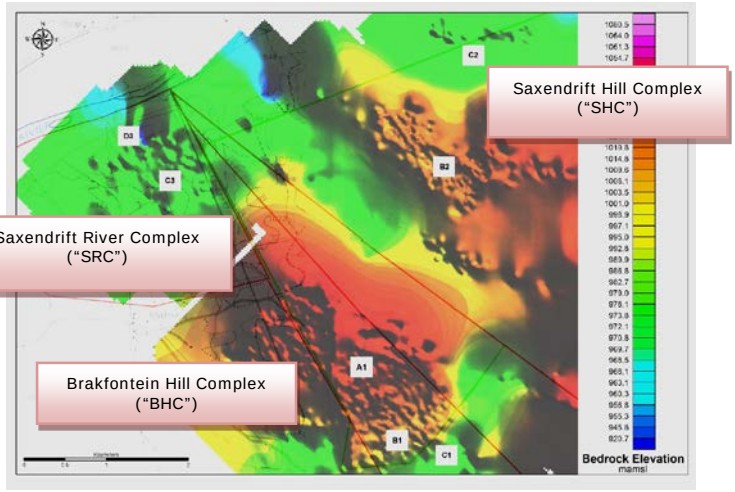
Independent Qualified Person	Dr. Tania R Marshall (Pr. Sci. Nat) of Explorations Unlimited, South Africa
Non-Independent QP	Mr Glenn A Norton (Pr. Sci. Nat.) of Rockwell Resources Inc.
Effective Date	28 February, 2015
Prepared for	Rockwell Diamonds Inc.
Purpose	Annual Information Form and Mineral Resource/Reserve Update. All of the information presented in this summary has been extracted from the document entitled "*Technical Report on the Saxendrift Alluvial Diamond Project, (incorporating the Saxendrift, Brakfontein, Kwartelspan and Kransfontein properties), Hay District, The Republic of South Africa". Compiled by Marshall and Norton for Rockwell Diamonds Inc.(effective date 28 February 2015),*
Company Year End	28 February
Personal Inspection	Site visits by independent QP 17-19 March 2015. All operating areas, infrastructure and plants visited
General Location	Located in the Hay district of the Northern Cape Province of RSA, some 110km southwest of Kimberley. The operations are on Saxendrift 20 and Annex Saxesdrift 21 (5,142.52ha), Brakfontein 276 (615.92ha) as well as Kwartelspan 25 and Kransfontein 19 (903.65)
Licence Status	The Saxendrift mine right (28/2008MR) is valid until 2018. A Prospecting Right (in the name of HC van Wyk) is valid until 2010 (renewal was accepted by DMR on 03/2010). The Mining Right on Brakfontein was granted 02/2013. The Prospecting Right renewal for the Kwartelspan section was submitted in 2008 and re-submitted 01/2012.
BEE Compliance	An agreement with Siyancuma Capital (Pty) Ltd will allow for the sale of 30% of the Saxendrift project once all of the suspensive conditions have been fulfilled. An accepted Social & Labour Plan is in place, covering all of the Rockwell operations.
Climate, Infrastructure, Access	Saxendrift project is located in an arid to semi-arid, Karoo environment. Electrical power and water resources have been accounted for. Mining personal readily available and regularly rotated. Tailings and waste disposal sites have been identified and are currently in use. Operations accessed by good network of all-weather gravel roads.
Deposit Types	Alluvial diamond deposits preserved in fluvial-alluvial palaeochannels (braided channels) and deflation gravels (Rooikoppie) in Orange River terraces.

GEOLOGICAL SETTING

The present Orange River between Douglas and Prieska, generally referred to as the Middle Orange River (MOR) displays a meandering channel morphology, best developed in areas underlain by the Dwyka Group. Palaeochannel depositional packages of the MOR are preserved at different elevations above the present Orange River bed. Three Terraces Complexes have been identified on the Saxendrift mine – Brakfontein Hill ("BHC"), Saxendrift Hill ("SHC") and Saxendrift River ("SRC")



Another terrace has been identified on the adjacent prospecting property of Kwartelspan ("KPC")

The bedrock is well exposed in the workings and shale and tillite of the Karoo age Dwyka Group, are common. The bedrock displays an irregular erosional surface with gully and pothole features creating high diamond trapping potential.

Diamondiferous Rooikoppie gravel scree slopes higher than the oldest preserved fluvial deposits suggest that even older and higher elevation palaeo-deposits were present and have been removed completely by erosion.

The primary sources of diamonds trapped in the palaeo-gravels of the Orange River are kimberlites and intermediate secondary sources like eluvial, colluvial and fluvial deposits in the catchment regions of the Vaal and Orange rivers.

In the range of deposits on Saxendrift, and within the context of the model presented, diamonds were first deposited in gravel units at an elevation of + 110m above the present river. As a result of consecutive cycles of continental uplift and erosion, the oldest diamondiferous gravels deposited by the Orange River have been recycled and re-deposited repeatedly through time down to the lowest level gravels as preserved today.

Profile through the fluvial-alluvial gravel unit overlain by Rooikoppie gravels in makondos

Mineralisation

The palaeochannel gravels are mineralised by diamonds derived from the weathering and erosion of kimberlites present in the headwaters of the palaeo-Vaal River system. Colluvial and eluvial post-depositional modification of these fluvial-alluvial deposits resulted in the formation of the Rooikoppie gravels.

Numerous studies have shown that the majority of the alluvial diamonds in gravel deposits along the Vaal River are derived from two distinct gravel horizons. These comprise an upper deflation deposit (Rooikoppie) and an underlying (Primary fluvial-alluvial) gravel unit. The Rooikoppie is not an alluvial deposit, but rather a lag-derived or deflation deposit. Subsequent to its deposition, the terrace gravel has been calcreted through the evaporation and subsequent re-deposition of carbonate-rich meteoric water during relatively dry periods. This has led to the replacement of both the matrix material and all but the most siliceous clasts by calcrete. Spaces between the clasts of this gravel were later filled with wind-blown iron-stained sand.

The primary palaeo-fluvial succession comprises various proportions of gravel, sand and silt. Massive, clast-supported gravel beds are generally chaotic without any visible gradation or layering, reflecting deposition in a braided river environment. Most of the primary sedimentary features have been destroyed by the subsequent calcretisation. The poorly sorted gravels vary from pebble to cobble gravels, generally with a fair percentage of boulders (rarely + 1m diameter). Interbedded sandy or granule beds and lenses occur frequently in more sandy, matrix supported gravel successions.

DRILLING

During 2000-2001, TransHex drilled 3,478 reverse circulation percussion holes, totalling 30,184m. Since 2013, Rockwell has drilled additional holes on SRC, BHC, and SHC, bringing the total amount of data available for Resource (volume) estimation to 5,856 holes and 45,247m. After the data had been verified volume estimation was completed using two software programmes. Based on Rockwell's standard criteria, the Indicated and Inferred resource volumes present on Saxendrift were estimated and figures represent volumes available in the ground, fully depleted of material removed by the trial mining programme.

SAMPLING

Due to the nature of mineralization of alluvial diamond deposits with low grades and large stone sizes, it is not possible to assay for diamond. To date no other minerals or elements that can be assayed are known to show positive (or negative) relationships with diamonds in alluvial deposits. Consequently, neither borehole nor pit samples are collected for assay. Rather, large bulk-samples are typically processed to determine in-situ grades and diamond qualities.

Rockwell acquired the property in April 2008 and commenced evaluation of the gravels in a number of phases:

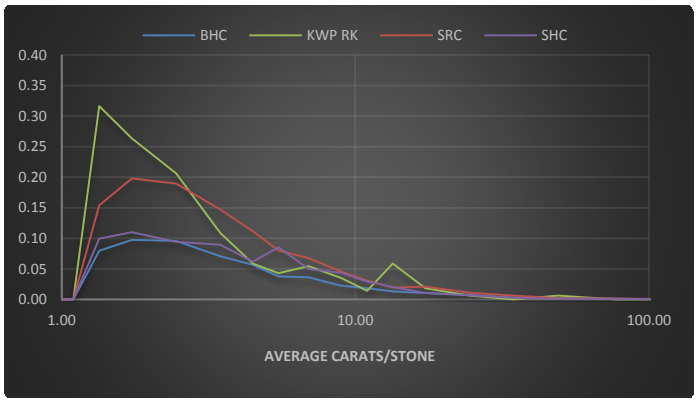
Brakfontein Hill Complex ("BHC")
From May 2008 to the end of February 2009 some 2,436.73carats were produced from the bulk-sampling of 194,287m^3 of gravels (average grade of 1.25ct/100m^3). During the period February 2009 and November 2010, Rockwell carried out a trial-mining programme, excavating 2,398,009m^3 of gravel from the BHC through 16' rotary pan plants. Some 14,073.49ct were recovered for an average grade of 0.62ct/100m^3. The information obtained from the trial-mining operation formed the basis for the Pre-Feasibility Study ("PFS"), on BHC. During the Pre-Feasibility Study, a Probable Reserve of 4,859,900m^3 was identified (24,299.5ct at an average grade of 0.5ct/100m^3 and value of USD2,029/ct).

During the period February 2009 – February 2015, the average grade returned from the mining of BHC gravels was 0.48ct/100m^3. During 2014, some 5,053.25ct were sold for an average of USD3,079/ct. The increased value appears to be driven by the recovery of several large (+20ct) stones.

Saxendrift River Complex ("SRC")
In 2012, some 611,260m^3 of gravel was processed from SRC to recover 3,696.58cts for an average sample grade of 0.60ct/100m^3. In 2013, an additional 1,101,168m^3 of gravel was processed for an average grade of 0.64ct/100m^3. This brings to 1.7M^3 of gravel processed from this terrace at an average grade of 0.63ct/100m^3, which formed the basis for the PFS on SRC. A Probable Reserve of 1,071,400m^3 was estimated from this programme. During 2014, 2014, a further 505,782m^3 was processed for an average grade of 0.54ct/100m^3.

Saxendrift Hill Complex ("SHC")
During 2013, trial mining was initiated on the B2 terrace of the, where some 561,600m^3 of gravel was processed to recover 2,555.2cts for an average sample grade of 0.45ct/100m^3. During 2014, 446,181m3 was processed at an average grade of 0.37ct/100m^3.

Kwartelspan Complex ("KPC")
During 2014, a total of 80,590m^3 of Rooikoppie gravel was processed from bulk-samples to recover 450.62ct for a sample grade of 0.57ct/100m^3. No fluvial-alluvial gravels have yet been processed by Rockwell.



Grade stone plot of the different terrace complexes on the Saxendrift mine. The Y-axis is a measure of the average stone size per volume, per size interval, calculated on a log-log scale

MINERAL PROCESSING

All of the sampling was done in a similar manner –hydraulic excavators were used to extract material which was transported to the plant site for processing. Samples from BHC were screened at the plant site, whereas material from BHC, SHC, SRC and KPC were all screened at or near the pit site, following which only the feed fraction was transported to the plant.

During excavation, care is taken to ensure that minimal contamination by the footwall lithologies occurs, especially where small pothole features need to be cleaned out. However,

where the bedrock is soft, approximately 10-20cm of bedrock is excavated with the gravels, so that any diamonds in the weathered rock will be recovered (often it is the larger stones that are found near the bottom of the gravel profile, at the bedrock interface or in the decomposed bedrock material). Where the upper 2-3m of the fluvial-alluvial sequence is calcreted to varying degrees (usually laminar, hardpan or silcrete levels), the mining block may need to be blasted prior to excavation. The broken calcrete material is then ripped by a bulldozer, stripped off using hydraulic excavators, loaded onto ADT's and transported to the plant site for further processing.

Run of mine through the IFS is 900 tph, supplying 600tph to the double-deck screen. The plant scalps in three stages, initially at -75mm (in the barrel screen) and, secondly, at -55+5mm and has been designed to remove some 94% of the (-5mm) sand fraction. In addition to scalping/sizing, the screening plant also has two (5,000 gauss) Nd-Bo-Ferrite magnets that remove significant amounts of BIF and other Fe-rich clasts from the gravels prior to transport to the processing plant.

The main processing plant on Saxendrift Mine (located on BHC and used for processing both BHC and SRC gravels) is comprised of four scrubbers followed by four 18ft rotary pan-plants. Final recovery is through a bank of twelve FLOWSORT machines, followed by hand-sorting in a glove-box under secure conditions. Access to all areas of the final recovery is controlled and monitored by protection personnel and CCTV.

The processing plant on SHC is a Bourevestnik bulk X-Ray plant. These machines have been designed to make diamond detection precise and efficient, including the detection of very pure (valuable) and normally non-luminescing type II diamonds. The sorting principles employed in the Bourevestnik units closely resemble the principles used in other commercial X-ray diamond sorting technology being marketed.

The Bourevestnik plant on SHC

On SHC, gravel from the screening plant and scrubber is split into two fractions – fine (+5-12mm) and course (+12-36mm). Each stream is fed into separate BV LS-20-09 sorter units and the concentrate from each stream is hand sorted in a glove box under secure conditions.

The TOMRA diamond recovery plant on KPC is a sensor-based system targeting typical characteristics such as X-ray luminescence, atomic density and transparency. TOMRA has developed a combined sensor technique using a high-resolution line-scan camera and a NIR (near infra-red) scanner to provide accurate detection of the diamond footprint. The XRT sensor detects and distinguishes diamonds on the basis of X-ray image processing, which correlates to the atomic densities of the particles. Diamonds are composed of carbon, which has an atomic number of 6. Compared to silicon with an atomic number of 14, diamonds show up much lighter on an XRT image than silica-based particles. This technology therefore recovers all types of diamonds, in particular Type II low luminescent and coated diamonds.

Various tests are done throughout the month to test efficiency of the wet plant and final recovery, including tracer and bort tests to assess the efficiency of the machines.

MINERAL RESOURCE ESTIMATES

During FY2012, Pre-feasibility studies on BHC had shown that a bottom cut-off size ("bcos") of 5mm would be more cost-efficient and profitable than the previous bcos of 2mm and, consequently, all trial-mining and sampling on Saxendrift Mine is at a bcos of 5mm. During late 2014, metallurgical studies have investigated the possibility of using 6mm bcos for all operations. Short-term variations in the diamond price have resulted in large variations in diamond values from year to year. In order to smooth out irregularities in the diamond price, the two-year moving average has been used, when available.

The ***Mineral Resources*** at 28 February 2015 were estimated by Rockwell's Manager, Resources, G. Norton, (Pr. Sci. Nat.), a Qualified Person who is not independent of the Company and reviewed by Dr. T.R. Marshall, (Pr. Sci. Nat.), a Qualified Person who is independent of the Company and is responsible for the estimate.

On the basis of the trial-mining on BHC, subsequent, production mining, the following ***Probable Reserves*** were estimated for the Saxendrift Mine. Only Indicated Resources, which have been the subject of a trial-mining programme and pre-feasibility study, have been converted to Probable Reserves.

- The gravel volumes used in this study are Run of Mine (ROM). Since the entire profile is mined and processed, no dilution factors are applied.
- Since the average diamond recovery values (both grade and quality) are based on actual, operational production and sales values, no additional modifying factors need to be added to discount diamond recovery.
- The average value used is the two-year trailing average for both terraces
- Bottom cut-off is 5mm.

Diamonds are sold on the open market, either through the Flawless diamond Trading House or through Diacore who add value by polishing selected stones and paying Rockwell a percentage of the added value.

A 169ct stone from SHC that was cut into the 109ct vivid yellow "Alana" by Diacore to increase the sales value by some 160%

Probable Mineral Reserves on the Saxendrift Mine

Terrace Complex	Volume (m^3)	Grade (Ct/100m^3)	Carats	Value (USD/ct)
BHC	187,300	0.41	761.05	2,700

Note: Bcos=5mm

Mining Area	Terrace Complex	Bottom cut-off	Volume (m^3)	Grade (ct/100m^3)	Value (USD/ct)
INDICATED RESOURCES					
Saxendrift	Brakfontein Hill ("BHC") B1 terrace	5mm	3,230,000	0.36	2,800
Saxendrift Hill	Saxendrift Hill ("SHC") B2 terrace	5mm	392,400	0.37	2,500
Saxendrift Extension	Saxendrift River ("SRC") C3 terrace	5mm	1,529,500	0.54	2,000
Total Indicated Mineral Resource			**5,151,900**	**0.42**	**2,500**
INFERRED RESOURCES					
Saxendrift	Brakfontein Hill ("BHC") B1 terrace	5mm	379,000	0.4	2,800
Saxendrift Hill	Saxendrift Hill ("SHC") B2 terrace	5mm	820,000	0.4	2,500
Saxendrift Extension	Saxendrift River ("SRC") C3 terrace	5mm	2,034,000	0.5	2,000
Kwartelspan Rooikoppie	Kwartelspan Complex ("KPC")	5mm	301,000	0.6	2,500
Total Inferred Mineral Resource			**3,534,000**	**0.5**	**2,200**

NOTE: the Indicated Mineral Resources are inclusive of those Mineral Resources modified to produce the Mineral Reserves on BHC.

FORWARD PLANNING (2016)

In response to international, macro-economic conditions, Rockwell has developed a corporate strategy that includes the simultaneous sampling, technical studies and mining on different properties along the Middle Orange River. During FY2016, Rockwell will include the sampling and technical studies on its Wouterspan, Remhoogte and Lanyonvale projects at the same time as further work on Saxendrift.

However, both earthmoving equipment and manpower is limited and will need to be shared between the various on-going operations. As a result, the proposed work programme on Saxendrift will be carried out over a number of months, and will be prioritized based on positive results from the various projects.

On-going trial-mining costs through the BHC rotary pan plant are some ZAR59.97/m^3. It is important to note that diamonds are recovered during both bulk-sampling and trial-mining and the sale of diamonds recovered during these exercises is expected to offset these costs.