



19 August 2014

Company Announcements Platform
Australian Securities Exchange
Level 4
20 Bridge Street
SYDNEY NSW 2000
By e-Lodgement

Dear Sir/Madam,

**ISSUE OF 5,385,000 FULLY-PAID ORDINARY SHARES – SECONDARY TRADING NOTICE
NOTIFICATION PURSUANT TO PARAGRAPH 708A(5)(e) OF THE CORPORATIONS ACT 2001 (CTH) (Act)**

Venus Metals Corporation Limited (the **Company**) is pleased to announce the private placement of 5,385,000 fully-paid ordinary shares (**Shares**) at an issue price of A\$0.22 per Share to raise A\$1,184,700 (before costs) (**Placement**). The Shares issued under the Placement rank equally with existing Shares on issue and were issued to sophisticated and professional investors.

Secondary Trading Exemption

The Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A. By the Company giving this notice, sale of the Shares noted above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

- (a) the Company issued the Shares without disclosure to investors under Part 6D.2 of the Act;
- (b) as at the date of this notice the Company has complied with the provisions of Chapter 2M of the Act as it applies to the Company;
- (c) as at the date of this notice the Company has complied with section 674 of the Act as it applies to the Company; and
- (d) as at the date of this notice there is no information:
 - (i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (ii) that investors and their professional advisers would reasonably be required for the purpose of making an informed assessment of:
 - (A) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - (B) the rights and liabilities attaching to the Shares.

Yours faithfully,

Mathew Hogan
Managing Director/Company Secretary
Venus Metals Corporation Limited