#### VENUS METALS



"Venus Metals Corporation holds a significant and wide-ranging portfolio of Australian gold and base metals exploration projects in Western Australia that has been carefully assembled over time."

## VENUS METALS CORPORATION LIMITED

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#### **DIRECTORS**

Peter Charles Hawkins Non-Executive Chairman

Matthew Vernon Hogan

Kumar Arunachalam
Executive Director

Barry Fehlberg

Non-Executive Director

## COMPANY SECRETARY Patrick Tan

Ordinary shares on Issue 151m Share Price \$0.23 Market Cap. \$34.73n Cash & Investments \$9m

### **ASX ANNOUNCEMENT**



**ASX CODE: VMC** 

29 January 2021

#### QUARTERLY REPORT

#### FOR PERIOD ENDING 31 DECEMBER 2020

Venus Metals Corporation Limited's (VMC) activities conducted during the quarter ending 31 December 2020 include:

#### SANDSTONE GOLD PROJECT: RANGE VIEW PROSPECT 90% VMC

• High-grade gold intersected at Range View Prospect. Best results are: BCRC120 11m @ 4.69 g/t Au from 12m Including 5m @ 9.03 g/t Au from 18m including 1m @ 38.92 g/t Au from 20m, and BCRC122 8m @ 1.22 g/t Au from 30m including 1m @ 4.48 g/t Au from 30m. The gold mineralisation is open at depth and to the East and is interpreted as the potential southern extension of the Range View gold lodes (ASX release 15 January 2021).

#### YOUANMI GOLD PROJECT:

Four Joint ventures are in place between Venus Metals and Rox Resources Ltd (RXL) (Figure 3).

#### OYG JV -30% Venus and 70% RXL

#### YOUANMI GOLD MINE:

• Two new high priority targets, "Link" and "Junction" have been identified with testing ongoing. The recent RC program identified a series of north striking lodes within the Youanmi Granite at the United North and Rebel prospects. The best results are RXRC344: 12m @ 6.54g/t Au from 28m; RXRC341: 2m @ 11.81g/t Au from 53m and 10m @ 1.4g/t Au from 164m; RXRC121: 3m @ 9.6g/t Au from 196m and RXRC325: 12m @ 1.72g/t Au from 28m (refer RXL ASX release 14 January 2021).

#### YOUANMI JV - VMC 45% and RXL 45% gold rights only

#### **HOPE GOLD PROSPECT:**

- Located along the western granite-greenstone contact approximately 2km north of the Youanmi Mining Leases.
- First-pass RC drilling beneath historical shallow drilling and soil anomalies discovered gold mineralization in fresh granite near the granite-greenstone contact. Best results are: YSRC026 1m @ 9.30 g/t Au from 103m, and YSRC020 3m @ 1.53 g/t Au from 45m (ASX release 10 December 2020).

#### CURRANS JV - VMC 45%, RXL 45%

#### **TAYLOR'S REEF GOLD PROSPECT**

RC drilling followed up on an earlier discovery of high-grade, near-surface gold mineralization at the Taylor's Reef prospect. Drilling extended the previously intersected gold mineralization.

Best results are: CFRC087 3m @ 4.29 g/t Au from 132m including 1m @ 7.98 g/t Au from 132m, CFRC089 1m @ 5.10 g/t Au from 12m, and CFRC090 2m @ 3.09 g/t Au from 47m (ASX release 10 December 2020).



#### VMC JV - VMC 50% and RXL 50% - gold rights only SOVEREIGN GOLD PROSPECT:

- Recent RC drilling tested a target based on interpreted ground magnetic data. Bedrock gold
  mineralization was intersected approximately 70m-120m southwest of previous gold
  intercepts (VMC ASX release 18 September 2020).
- This exciting new exploration result appears to indicate a continuation of the bedrock mineralization and remains open along the newly identified southwest target trend. Best results are: YSRC037 2m @ 4.87g/t Au from 75m including 1m @ 8.55 g/t Au from 75m, and YSRC039 2m @ 1.71g/t Au from 116m (ASX release 10 December 2020).

#### BRIDGETOWN EAST Ni-Cu-PGE PROJECT- 'Julimar lookalike' TARGET (100% Venus):

- Reconnaissance surface sampling by the Company identified Pt+Pd-Cu anomalies in laterite.
   These anomalies together with historical data outline high-priority targets in mafic-ultramafic rocks prospective for potential Ni-Cu-PGE mineralization (refer ASX release 7 December 2020)
- Detailed ground EM surveys are planned across specific geochemical targets and previously identified airborne EM anomalies (VMC ASX release 27 Sept 2018).

#### YOUANMI PGE-BASE METALS PROJECT (90-100% Venus):

- Recent drilling in the southern part of the Youanmi Igneous Complex combined with historical data outlines extensive PGE and base metal mineralized areas in mafic-ultramafic rocks. At Venus' Vidure Prospect, previous RC hole VDRC003 intersected 38m @ 0.78 g/t Pd+Pt from 20m depth including 12m @ 1.32 g/t Pd+Pt, 0.20% Cu and 0.37% Ni from 45m (refer ASX release 29 Nov 2019).
- At the Malbec prospect, historical hole CNRC015<sup>2</sup> intersected 7m @ 1.44g/t Pd+Pt, 0.97% Ni and 0.49% Cu from 129m, and recent VMC RC hole P1365RC01 at the Malbec-Sauvignon prospect intersected 4m @ 0.55% Ni, 0.17% Cu and 0.15g/t Pd+Pd from 32m and 4m @ 0.44% Ni, 0.23% Cu and 0.33g/t Pd+Pd (ASX release 25 January 2021).

#### NARDOO HILL WEST RARE EARTH-Ta-Nb PROJECT (100% Venus):

 A reconnaissance surface sampling program at E09/2362 (located within 1km from the eMetals Cairn Hill REE anomaly) has successfully identified three new areas with highly anomalous REE values in stream sediments, in places exceeding 0.1% TREO+Y with a peak of 0.149% TREO+Y (refer ASX release 28 January 2021).



#### 1. SANDSTONE GOLD PROJECT: RANGE VIEW PROSPECT (90% VMC)

The Range View Gold Prospect is located along strike from Venus's Bellchambers Gold Deposit (refer ASX release 25 September 2020) (Figure 1). Range View is the largest EM target and extends along more than 2 km of strike and to over 500 metres depth based on Airborne VTEM modelling (refer ASX release 25 September 2015).

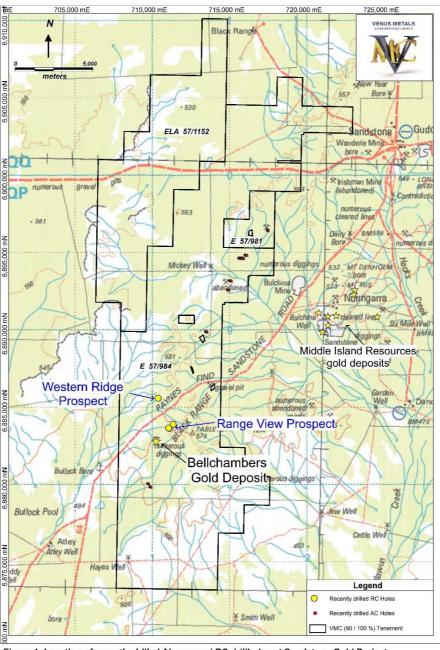


Figure 1. Location of recently drilled Aircore and RC drillholes at Sandstone Gold Project.



Venus has conducted a reconnaissance RC drilling programme (7 holes for 460m) targeting historical gold workings and structurally controlled mineralization at the Range View and Western Ridge Prospects (Figure 2).

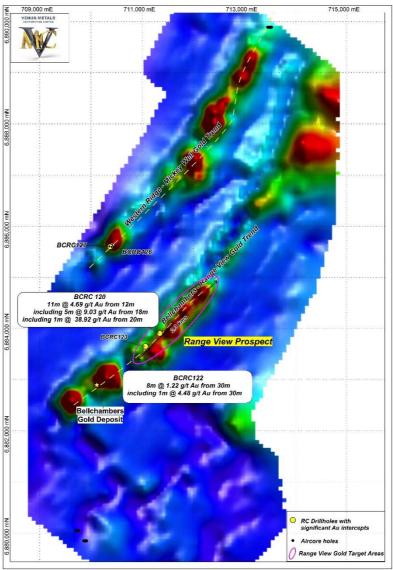


Figure 2. Drillholes with significant Au intercepts shown on VTEM Anomaly Map.

Recent RC drilling beneath historical shallow drilling identified high-grade gold mineralisation in hole BCRC120 (ASX release 15 January 2021). Best results are:

BCRC120 **11m @ 4.69 g/t Au** from 12m including **5m @ 9.03 g/t Au** from 18m; including **1m @ 38.92 g/t Au** from 20m

BCRC122 8m @ 1.22 g/t Au from 30m including 1m @ 4.48 g/t Au from 30m

The gold mineralisation is open at depth and to the East and is interpreted as the potential southern extension of the Range View gold lodes that were mined in the early 1900's.

In addition, 30 Aircore holes totalling 1,646m were also drilled to further explore the Western Ridge-Mickey Well Gold Trend.

Future Work: The drilling highlights the prospectivity of the Range View Gold Prospect along the eastern Bellchambers-Rangeview Gold Trend and further RC/DD drilling is planned to explore this target area.

#### 2. YOUANMI GOLD PROJECT

Following the settlement of the acquisition of the Youanmi Gold Mine, four separate Joint ventures were formed between Venus Metals and Rox Resources Ltd (RXL). These are: OYG JV (Venus 30%; RXL 70%), VMC JV (Venus 50%; RXL 50%), Youanmi JV (Venus 45%; RXL 45%) and Currans Find JV (Venus 45%; RXL 45%) (ASX releases 21 June 2019 and 15 April 2019). The Youanmi Gold Project JV ownership structure is presented in Figure 3. Importantly, the joint venture (VMC JV and Youanmi JV) agreements only apply to the gold rights; all other commodities remain with Venus.

#### OYG JV -30% Venus and 70% RXL

#### **YOUANMI GOLD MINE:**

The total JORC 2012 compliant resource estimate for the Youanmi Gold Mine stands at 1,190,600 ounces of gold (refer ASX release 29 June 2018). In addition to the above resources, considerable potential remains within the Youanmi Project to define additional gold resources, both near surface and underground.

Widenbar and Associates estimate a near-surface exploration target\* of 2.0 to 2.6 million tonnes at 1.05 to 1.30 g/t Au and a Deeps exploration target\* of 135,000 to 200,000 tonnes at 10 to 15 g/t Au. Importantly, these targets are in addition to the JORC 2012 Resource Estimates already provided (ASX release 29 June 2018).

\* An estimate of the exploration target potential of a mineral deposit in a defined geological setting where the statement or estimate, quoted as a range of tonnes and a range of grade, relates to mineralisation for which there has been insufficient exploration to estimate a Mineral Resource.

The late 2020 RC program has identified a series of north striking lodes within the Youanmi Granite at the United North and Rebel prospects. This drilling continues to produce excellent results including:

- RXRC344: 12m @ 6.54g/t Au from 28m New high-grade zone identified North of Rebel Pit.
- RXRC341: 1m @ 2.78g/t Au from 31m, 2m @ 11.81g/t Au from 53m and 10m @ 1.4g/t Au from 164m. New high-grade zone identified in Granite 200m North of United North Pit.

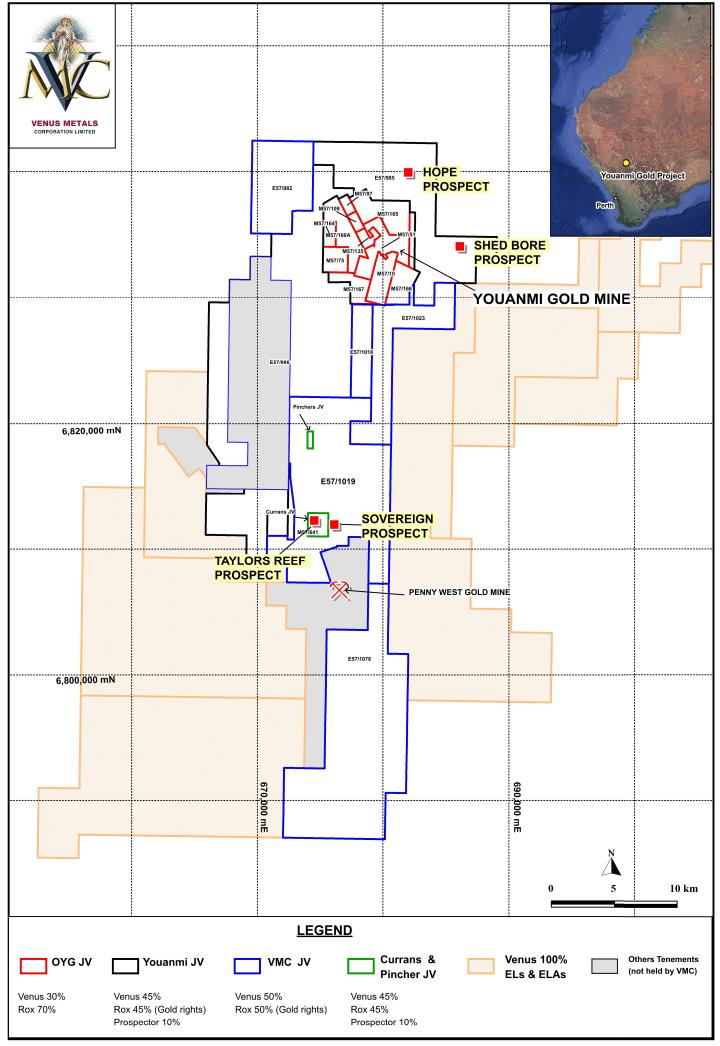


Figure 3. Youanmi Gold Project - Gold Prospects



The southern extent of the Grace structure, and the structure at depth have emerged as compelling targets. The exploration model indicates that this zone has strong potential for significantly enhancing near-mine gold inventory. The southern part of the Grace structure likely intersects the Youanmi mine shear below and south of the historically mined Pollard lodes (Figure 4). These lodes were principally mined in the 1930's with historical mine records indicating production of 260,000oz at 15 g/t Au mined grade. The modern era (1987 – 1993) open pit then mined out remnant mineralisation between surface and 120m below ground level (refer RXL ASX release 14 January 2021).

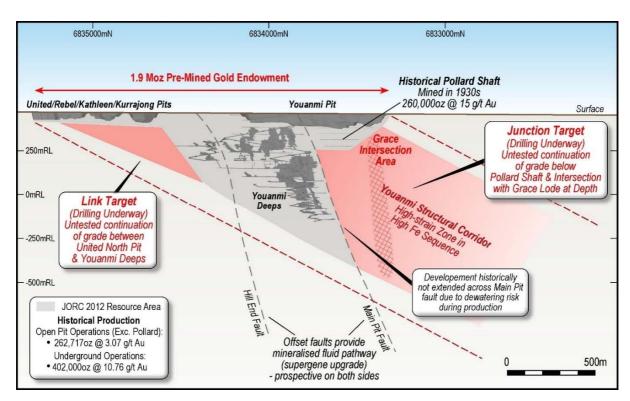


Figure 4. The Grace-Mine shear zone intersection below the southern half of Main Pit i.e. "Junction Target".

The Junction Target presents a high priority target area and was not tested by past explorers with no effective historical drilling completed at depth, down plunge of mineralisation seen in the Pollard lodes.

The recent exploration work has identified the important **Link and Junction targets** which represent the intersection zones between north-south trending structures and the NW trending mine shear. The intersection of the Grace structure with the NW trending mine shear represents a high priority target for adding ounces to the overall project resource (RXL ASX release 14 January 2021)



#### YOUANMI JV - VMC 45% and RXL 45% gold rights only

#### **HOPE GOLD PROSPECT**

The Hope Gold Prospect is located at the granite – greenstone contact near the Youanmi Shear Zone and approximately 2km north of the Youanmi mining leases. A recent detailed ground magnetic (GMAG) survey identified structural targets (refer ASX release 29 July 2020); two of these are broadly associated with anomalous gold intersections in historical drill holes (refer ASX release 25 August 2017) and coincide with a north-trending gold anomaly in historical soil data that extends into granite terrain. The discovery of high-grade gold mineralization in granite at the **Grace prospect**, 6-7km to the south-southwest (refer ASX RXL release 20 January 2020), increases the prospectivity of this geochemical trend and associated structures.

A recent RC drilling program totalling 16 RC holes for 1,680m demonstrated gold mineralization extends into the granite and is associated with quartz veining, minor sulphide and pervasive anomalous molybdenum and bismuth. First-pass RC drilling beneath historical shallow drilling and soil anomalies discovered **gold mineralization in fresh granite** near the granite-greenstone contact (Figure 5). Best results are from hole YSRC026: **1m @ 9.30 g/t Au** from 103m, and YSRC020: 3m @ 1.53 g/t Au from 45m (ASX release 10 December 2020).

At the Hope prospect, YSRC040 (collar position: 672,625E, 6,813,685N, -60° / 270° EOH 160m) tested the down-dip extension of gold mineralization (0.25g/t from 44-48m and 0.33g/t from 64-68m and Cu 0.012%) intersected in YSRC026 (1m @ 9.3g/t Au) to the west (ASX release 10 Dec 2020). Hole YSRC040 was planned to test the down-dip extension of the high-grade interval in YSRC026 but did not reach the projected target depth due to significant steepening and may have to be extended. The drilling to date has delineated an approximately 700m long, north-trending target zone for granite-hosted gold mineralization and further deep drilling is warranted. Testing of other interpreted GMAG targets at Hope Prospect is also planned.

**SHED BORE PROSPECT**: The Shed Bore Gold Prospect covers an area with historical workings in the south of the Yuinmery greenstone belt, located east of the Youanmi Shear Zone (Figure 5). Historical drilling intersected shallow gold mineralization, possibly representing supergene enrichment with a best intercept of **4m @ 1.85g/t Au** in YUR044 from 16m (refer Wamex report A97579 & VMC ASX release 25 Aug 2017). Recent RC drilling of two holes for 240m tested the bedrock potential beneath the supergene gold enrichment and intersected a wide zone of sulphide mineralization associated with intermediate rocks and quartz veining. Best results are from: YSRC028: **1m @ 1.03g/t Au** from 72m and **1m @ 1.35g/t Au** from 74m (ASX release 10 December 2020).



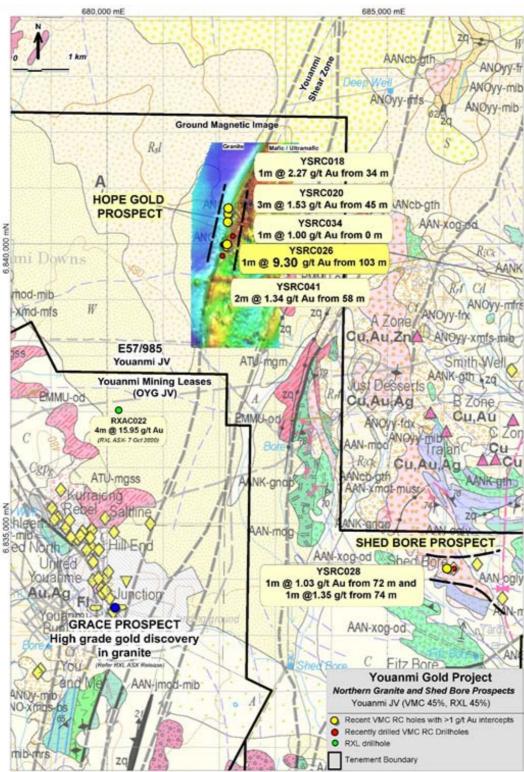


Figure 5. Ground magnetic image on 100k GSWA geological map with Hope Gold Prospect, recent RC drilling (collars color-coded) and Grace Gold Prospect (OYG JV).



#### CURRANS JV - VMC 45%, RXL 45% TAYLOR'S REEF GOLD PROSPECT:

The Currans Find Mining Lease is a historical high-grade gold producer. Gold mineralization at Currans Find is hosted in multiple ENE-trending quartz veins within mafic, intermediate and ultramafic rocks. These rock types are also host to the Penny West and Columbia –Magenta deposits south of Currans Find. At Currans North Prospect, previous RC drilling intersected multiple high-grade gold intercepts (Figure 6) associated with stacked quartz lodes (ASX releases 13 June 2019, 24 June 2019, 5 August 2019, 27 August 2019, 5 September 2019 and 31 Jan 2020). At Taylor's Reef Prospect, two AC holes c. 50m east-northeast of the original gold-mineralized reef (refer ASX release 23 April 2019) intersected shallow high-grade gold mineralization in CFAC047: 2m @ 6.67 g/t Au from 57m Incl. 1m @ 12.27g/t Au from 58m. A follow-up RC hole, CFRC084, drilled beneath high-grade gold intersections in these AC holes intersected 3m @ 19.58g/t Au from 21m Incl. 1m @ 55.81g/t Au from 23m, and 3m @ 14.30g/t Au from 73m Incl. 1m @ 19.86g/t Au from 74m confirmed the extension of the mineralization at depth (ASX releases 11 September 2020 and 29 October 2020).

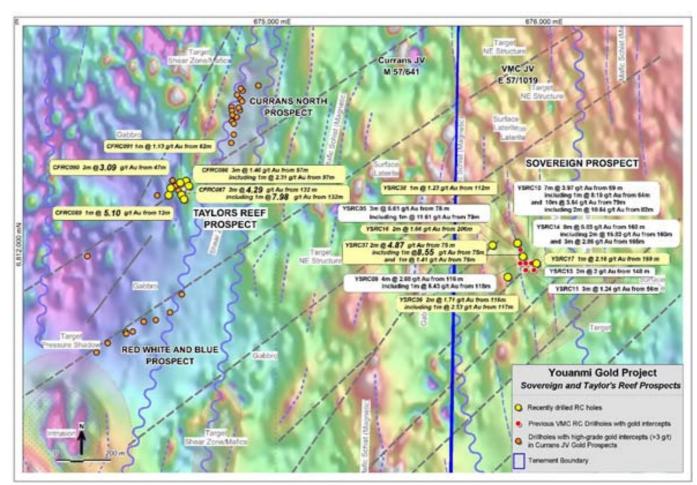


Figure 6: Ground magnetic image with Sovereign and Taylor's Reef Gold Prospects, interpreted targets and structures, and recent RC drilling (collars color-coded).

NC

Drilling of seven holes for 927m (Figure 6) during the quarter tested the down-dip and along-strike extensions of high-grade gold mineralization discovered in previous AC and RC drilling. Best results were in CFRC087: **3m @ 4.29 g/t Au** from 132m, including **1m @ 7.98 g/t Au** from 132m, in CFRC089: **1m @ 5.10 g/t Au** from 12m and in CFRC090: **2m @ 3.09 g/t Au** from 47m (ASX release 10 December 2020).

VMC JV - VMC 50% and RXL 50% - gold rights only

**SOVEREIGN GOLD PROSPECT:** 

Sovereign Gold Prospect was discovered by AC drilling along the Penny-Youanmi Shear Zone in 2019 (refer ASX release 15 October 2019). Subsequent AC drilling intersected gold mineralization in VRAC151; 4m @ 7.02 g/t Au from 24m, and 5m @ 2.41 g/t Au from 60m to EOH, and in VRAC161: 4m @ 0.94 g/t Au from 32m (refer ASX release 4 November 2019).

Follow-up RC drilling confirmed and extended the gold mineralization (refer ASX releases 28 November 2019 and 27 July 2020) in holes YSRC05: **3m @ 6.61 g/t Au** from 78m including **1m @ 11.61 g/t Au** from 79m, YSRC09: **4m @ 2.68 g/t Au** from 116m including **1m @ 5.43g/t Au** from 118m, YSRC10: **7m @ 3.97 g/t Au** from 59m including **1m @ 8.19g/t Au** from 64m, **10m @ 3.64 g/t Au** from 79m including **2m @ 10.64 g/t Au** from 82m, and YSRC11: **3m @ 1.24 g/t Au** from 56m. RC drilling followed up on these AC and RC results and extended the high-grade gold mineralization down dip. Best results were encountered in **YSRC014: 8m @ 5.03 g/t Au** from 160m including **2m @ 15.83 g/t Au** from 160m (ASX release 18 September 2020)

During the quarter, five holes for 1,000m were completed with best result in YSRC037: 2m @ 4.87g/t Au from 75m including 1m @ 8.55 g/t Au from 75m, and YSRC039: 2m @ 1.71g/t Au from 116m. Importantly, the mineralization in YSRC039 is associated with anomalous base metal concentrations, a feature characteristic of high-grade gold mineralization at Currans Find and the Penny deposits (owned by Ramelius Resources Ltd) to the south (ASX release 10 Dec 2020).

An interpretation of GMAG data shows prominent NE-NNE trending structures at Sovereign Prospect that appear to align with the orientation of high-grade gold mineralization at the Taylor's Reef, Currans North and Red White and Blue prospects to the west. Further deep drilling is planned.



#### 3. BRIDGETOWN EAST Ni-Cu-PGE PROJECT- 'Julimar lookalike' TARGET (100% Venus):

The project covers the northern part of the 'Julimar lookalike' Ni-Cu-PGE target, a ~20km long interpreted mafic-ultramafic complex with a strong magnetic signature (Chalice ASX release 21 July 2020) and EM (electromagnetic) anomalies that may indicate bedrock-hosted sulphide mineralization. The prospectivity of the area has been demonstrated by the recently announced JV between Chalice Gold Mines (ASX: CHN) and Venture Minerals (ASX: VMS) to test for Julimar-style mineralisation over Venture's South West Project, covering the Thor prospect which intersected 2.4m of massive sulfide averaging 0.5% Cu with 0.05% Ni, 0.04% Co and anomalous Au & Pd (VMS and CHN ASX releases 21 July 2020) (Figure 7).

- Recent reconnaissance surface sampling by the Company identified Pt+Pd-Cu anomalies in laterite. These anomalies together with historical data outline high-priority targets in maficultramafic rocks prospective for potential Ni-Cu-PGE mineralization (ASX release 7 December 2020)
- Detailed ground EM surveys are planned across specific geochemical targets and previously identified airborne EM anomalies (refer ASX release 7 December 2020).

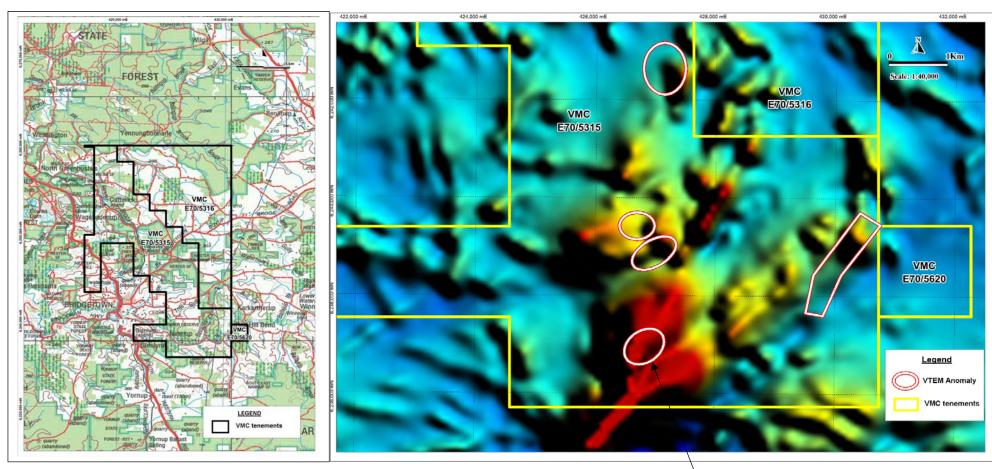
#### 4. YOUANMI PGE-BASE METALS PROJECT (90-100% Venus):

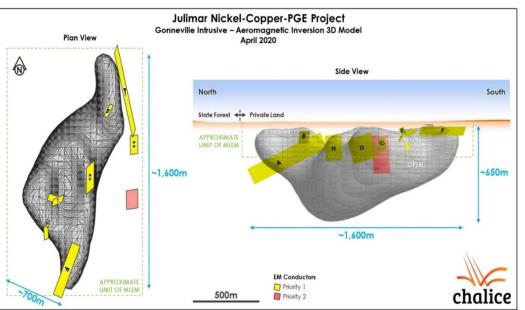
In the Currans area, located in the southern part of the Youanmi Igneous Complex, historical and recent exploration identified several electromagnetic conductors and drilling of the conductor plates has intersected disseminated and massive sulphides, some hosting significant Cu, Ni and PGE concentrations.

Exploration by Ellendale Resources Pty Ltd between 2003 and 2007 specifically targeted PGE associated with the base metal sulphide mineralization. Results suggest, metal sulphides and associated PGE are located primarily in meta-gabbroic units near the mafic-ultramafic contact. While most of the historical PGE anomalies are near surface in shallow auger or RAB holes, fresh rock intersections from Ellendale (CNRC015) and recent Venus drilling (VDRC003 and P1365RC01) indicate the southeast of the Youanmi Igneous Complex to be highly prospective for primary magmatic PGE mineralization.

The recent discovery of PGE-Ni-Cu-Co-Au mineralization in the Gonneville Intrusion, part of the Julimar Complex, by Chalice Mining (refer CHN ASX release 23 March 2020) has highlighted the potential of mafic-ultramafic intrusions in the Yilgarn Craton to host high-grade Platinum Group Element (PGE) mineralization associated with base metal sulphides.

# Aeromagnetic-Airborne EM 3D Inversion Models for Bridgetown East Ni-Cu-PGE Project and Julimar Ni-Cu-PGE Project





Bridgetown East Nickel-Copper-PGE Project
Aeromagnetic – Airborne EM 3D Inversion Models Schematic

Plan View
Side View (A-B)
Looking West

South
Ground Surface
North

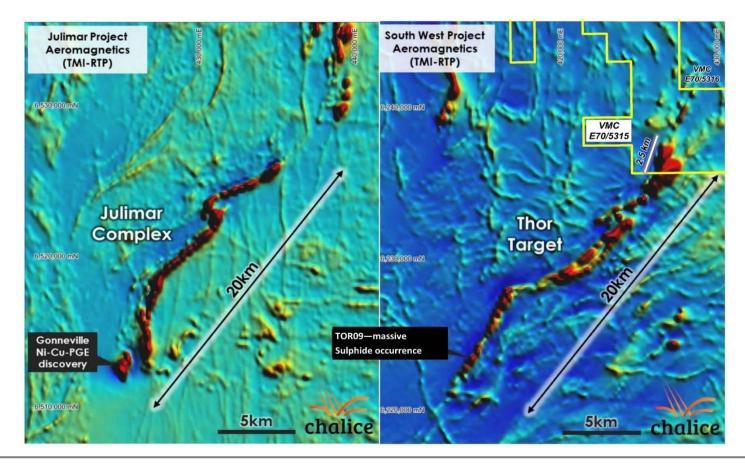
900m

EM Inversion Model
Magnetic Inversion Model

The Gonneville Intrusive – Aeromagnetic Inversion 3D Model and modelled EM conductors.

(Source: Chialice ASX Announcement 15 April 2020)

(Refer: VMC ASX Announcement 1 October 2020)





At Venus' Vidure Prospect, previous RC hole VDRC003 intersected 38m @ 0.78 g/t Pd+Pt from 20m depth including 12m @ 1.32 g/t Pd+Pt, 0.20% Cu and 0.37% Ni from 45m (refer ASX release 29 Nov 2019) (Figure 8) and is located near a strong historical Pd auger anomaly (up to 0.7 g/t1) that measures c. 300x400m. At the Malbec prospect, historical hole CNRC015 intersected 7m @ 1.44g/t Pd+Pt, 0.97% Ni and 0.49% Cu from 129m, and recent VMC RC hole P1365RC01 at the Malbec-Sauvignon prospect intersected 4m @ 0.55% Ni, 0.17% Cu and 0.15g/t Pd+Pt from 32m and 4m @ 0.44% Ni, 0.23% Cu and 0.33g/t Pd+Pt (refer ASX release 25 January 2021).

RC drilling designed to test modelled HEM conductor plates at the Vidure South Prospect intersected 11m @ 0.4% Cu and 0.2% Ni from 169m in VMC017 including 1m @ 0.88% Cu from 174m, and 11m @ 0.3% Cu and 0.1% Ni from 165m in VMC018 including 1m @ 0.82% Cu from 174m associated with anomalous Pd+Pt in fresh rock (refer ASX release 25 January 2021).

Future work: Ground geophysical surveys (MLEM) followed by a RC/DD drilling program are planned to target PGE mineralization in mafic-ultramafic rocks along strike and down-dip from PGE intersections at Vidure and Malbec-Sauvignon identified in recent and historical drilling. Down-hole electromagnetic surveys will target potential PGE-Cu-Ni-Co sulphides at depth. A comprehensive review of all historical geophysical data is also planned.

In addition, at the Inky base metals prospect, two holes VMC09 (667,502E, 6,813,789N,168m) and VMC14 (667,526E, 6,813,722N,142m), and a single hole VMC16 (667,975E, 6,812,870N,204m) tested the down-plunge and down-dip extensions of bedrock-hosted base metals mineralization associated with two EM conductors, MNC01 and MNC02, respectively (all holes drilled at -60° / 60°). The conductors had been identified and initial drilling had been completed by Sirius Resources NL between 2011-2013, intersecting semi-massive to massive Fe-sulphides and disseminated chalcopyrite. The recent VMC holes did not reach target depths due to excessive water flow and deepening using diamond tails is planned.

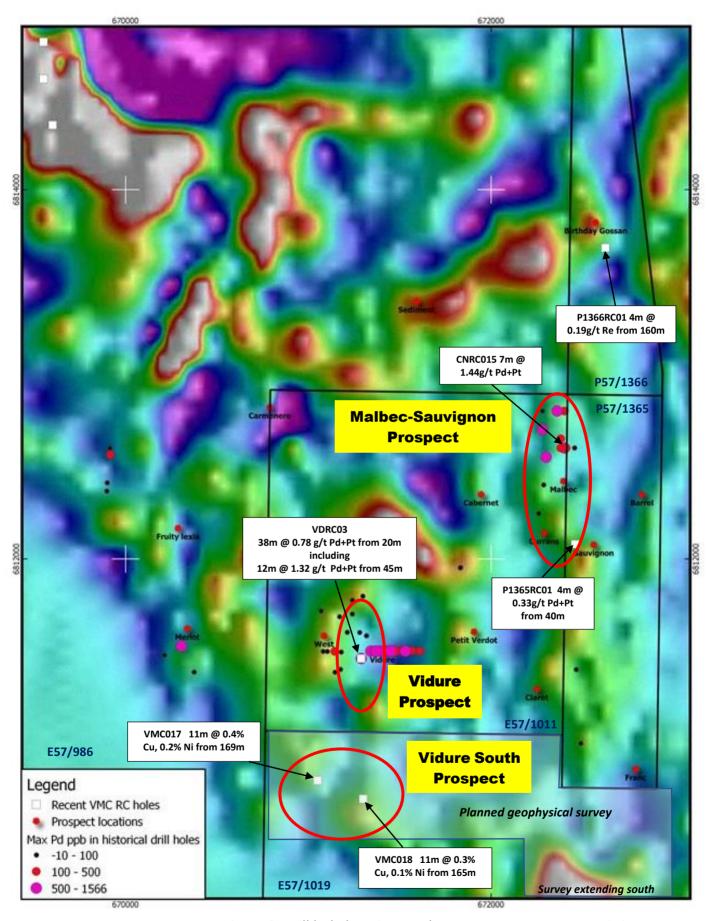


Figure 8. Drill hole locations and Prospects on aero-magnetic image



#### 5. NARDOO HILL WEST RARE EARTH-Ta-Nb PROJECT (100% Venus):

Venus Nardoo Hill West REE-Ta-Nb Project is located about 350km East of Carnarvon in the Gascoyne Ta-Li (REE-W) Province (70km x 20km area) which comprises a cluster of rare-element pegmatites. The project area is also considered prospective for carbonatite-related REE mineralisation because of similarities in geological setting with the Gifford Creek Ferro-carbonatite Complex and associated Yangibana REE deposit (Hastings), located approximately 65km northeast from the Venus tenements. The Project consists of one granted tenement (E09/2362) and one tenement application (ELA 09/2421), and is situated directly west from eMetals Ltd (EMT) Nardoo Rare Metal Project, with tenement E09/2362 located within 1km from the Cairn Hill REE anomaly (refer EMT ASX release 2 July 2020). Venus is a substantial shareholder of eMetals Ltd (refer ASX releases 26 March and 4 August 2020).

A reconnaissance surface sampling program (48 stream sediment and 26 rock-chip samples) by Venus successfully identified two new areas, A and B, with highly anomalous REE values in stream sediments; in places exceeding 0.1% TREO+Y with a peak of 0.147% TREO+Y (Figure 9). The two new sites are less than 2km west from the Cairn Hill REE anomaly (max 0.27% TREO+Y; EMT ASX 2 July 2020) A third REE anomalous area C (max 0.149% TREO+Y) is located about 4km further to the west (Figure 9) (refer ASX release 28 January 2021) and validates anomalous REE values reported by a previous explorer (Wamex report A117396 and refer VMC ASX release 14 July 2020).

**Highly anomalous rare earth neodymium** identified with a peak Nd<sub>2</sub>O<sub>3</sub> stream sediment sample value of 267ppm (0.027%) (refer ASX release 28 January 2021).

It is considered likely that, similar to Cairn Hill, the stream sediment REE anomalies are associated with LCT-NYF-REE type pegmatite swarms. However, alternative options including a possible carbonatite association or an as yet undefined source in the gneissic basement cannot be excluded at this stage.

Future Work: The highly encouraging results warrant follow-up exploration. A programme of infill stream sediment sampling, geological mapping and targeted rock chip sampling is planned for Q2-2021 and will better define the extent of the REE anomalies and potential source rocks.

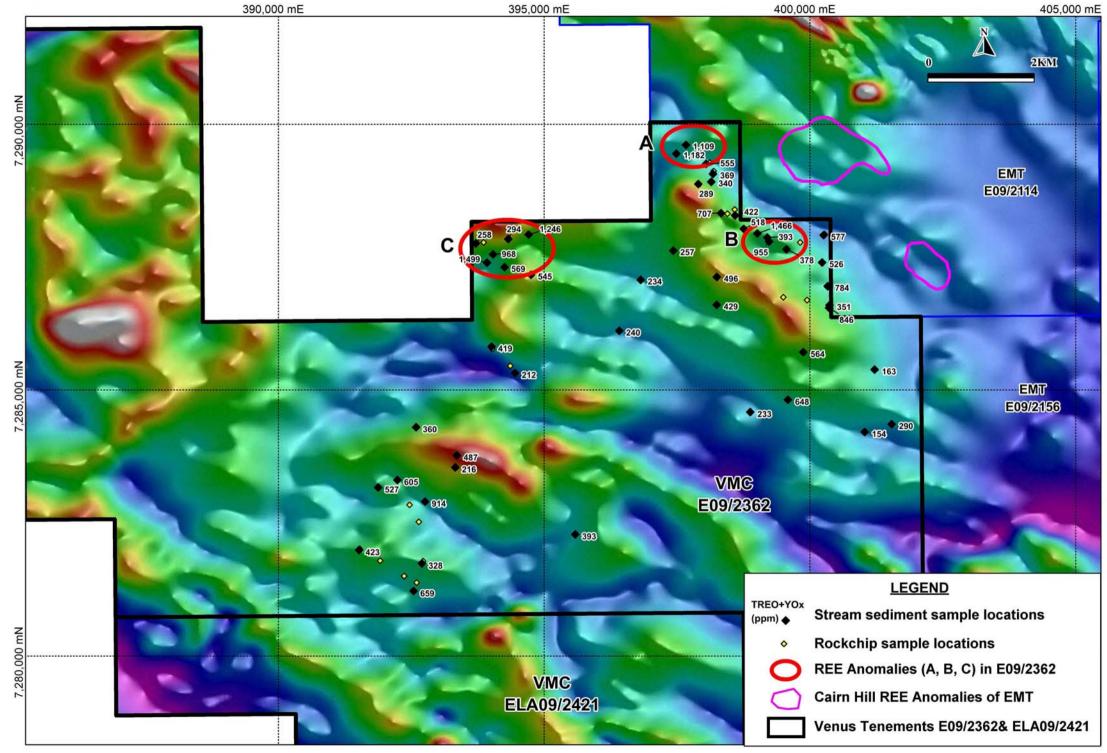


Figure 9. Location of Rare Earths (REE) Anomalous Areas at Venus E09/2362 shown on regional aeromagnetic map

#### **Other Projects:**

**The Curara Well Joint Venture**: (AIC Mines 80% with Venus Metals Corporation free carried to decision-to-mine)

During the December quarter an agreement was reached with joint venture partner AIC Mines Limited to include an additional two exploration tenements, E52/3068 and E52/3486 in the existing Curara Well Joint Venture.

#### **Financial:**

The Company held aggregated cash and investments of \$9m, comprising \$1.1m in cash, \$4.8m in Australian Government treasury bonds, and \$3.1m in ASX-listed shares.

Exploration expenditure cash outflow for the quarter was \$351K, net of cash calls received from Rox Resources on the joint ventures related projects.

Further details can be found in the enclosed Appendix 5B – Quarter Cash Flow Report

#### **Corporate**

The 2020 Annual General Meeting was held on 26 November 2020. All resolutions were passed by poll.

Potential cash receipt of \$2.25M from sale of Yalgoo Iron Project held in a trust account awaiting FIRB approval.



#### **Competent Person's Statement**

The information in this release that relates to the Youanmi Near Surface and Youanmi Deep Deposits Mineral Resources and exploration targets and Youanmi Vanadium Oxide Mineral Resources are based on information compiled by Mr Lynn Widenbar, a Competent Person who is a Member of the Australasian Institute of Mining and Metallurgy. Mr Widenbar is a full time employee of Widenbar and Associates Pty Ltd. Mr Widenbar has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity that is being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves'. Mr Widenbar consents to the inclusion in the release of the matters based on his information in the form and context that the information appears.

The information in this report that relates to Exploration Results is based on information compiled by Dr M. Cornelius, geological consultant and part-time employee of Venus Metals Corporation Ltd, who is a member of The Australian Institute of Geoscientists (AIG). Dr Cornelius has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity that he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Dr Cornelius consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this report that relates to Sandstone Gold Project and Nardoo Hill West REE Project Exploration Results, Mineral Resources or Ore Resources is based on information compiled by Dr F Vanderhor, Geological Consultant who is a member of The Australian Institute of Geoscientists (AIG). Dr Vanderhor has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity that he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Dr Vanderhor consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this announcement that relates to GMAG Survey Results is based on information compiled by Mr Mathew Cooper who is a member of The Australian Institute of Geoscientists. Mr Cooper is Principal Geophysicist of Core Geophysics Pty Ltd who are consultants to Venus Metals Corporation Limited. Mr Cooper has sufficient experience which is relevant to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Cooper consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this report has also been prepared by Mr Kumar Arunachalam, who is a Member of The Australasian Institute of Mining and Metallurgy and a full-time employee of the Company. Mr Arunachalam has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Arunachalam consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

#### **Forward-Looking Statements**

This document may include forward-looking statements. Forward-looking statements include, but are not limited to, statements concerning Venus Metals Corporation Limited planned exploration program and other statements that are not historical facts. When used in this document, the words such as "could," "plan," "estimate," "expect," "intend," "may", "potential," "should," and similar expressions are forward-looking statements. Although Venus Metals Corporation Ltd believes that its expectations reflected in these forward-looking statements are reasonable, such statements involve risks and uncertainties and no assurance can be given that actual results will be consistent with these forward-looking statements.

#### **Exploration Targets**

The term 'Exploration Target' should not be misunderstood or misconstrued as an estimate of Mineral Resources and Reserves as defined by the JORC Code (2012), and therefore the terms have not been used in this context.

## Appendix 5B

## Mining exploration entity or oil and gas exploration entity quarterly cash flow report

#### Name of entity

Traine of Chitry		
VENUS METALS CORPORATION LIMITED		
ABN Quarter ended ("current quarter")		
99 123 250 582	31 December 2020	

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 months) \$A'000
1.	Cash flows from operating activities		
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) exploration & evaluation	(351)	(939)
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(245)	(528)
	(e) administration and corporate costs	(207)	(314)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	85	111
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Government grants and tax incentives	-	-
1.8	Other (provide details if material)	-	-
1.9	Net cash from / (used in) operating activities	(718)	(1,670)

2.	Ca	sh flows from investing activities		
2.1	Pay	yments to acquire or for:		
	(a)	entities	-	-
	(b)	tenements	-	(16)
	(c)	property, plant and equipment	(2)	(127)
	(d)	exploration & evaluation	-	-
	(e)	investments	-	(50)
	(f)	other non-current assets	-	-

ASX Listing Rules Appendix 5B (17/07/20)

Con	solidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(2)	(193)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	-	-

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	1,832	2,975
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(718)	(1,670)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(2)	(193)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	-

Con	solidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	1,112	1,112

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	1,112	1,832
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (refer 8.8.3 below)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	1,112	1,832

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	-
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-
	f any amounts are shown in items 6.1 or 6.2, your quarterly activity report must includ ation for, such payments.	le a description of, and an

7.	Financing facilities  Note: the term "facility' includes all forms of financing arrangements available to the entity.  Add notes as necessary for an understanding of the sources of finance available to the entity.	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
7.1	Loan facilities	-	-
7.2	Credit standby arrangements	-	-
7.3	Other (please specify)	-	-
7.4	Total financing facilities	-	-
7.5	Unused financing facilities available at quarter end		-
7.6	Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.		

8.	Estimated cash available for future operating activities	\$A'000
8.1	Net cash from / (used in) operating activities (item 1.9)	(718)
8.2	(Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	-
8.3	Total relevant outgoings (item 8.1 + item 8.2)	(718)
8.4	Cash and cash equivalents at quarter end (item 4.6)	1,112
8.5	Unused finance facilities available at quarter end (item 7.5)	-
8.6	Total available funding (item 8.4 + item 8.5)	1,112
8.7	Estimated quarters of funding available (item 8.6 divided by item 8.3)	1.5

Note: if the entity has reported positive relevant outgoings (ie a net cash inflow) in item 8.3, answer item 8.7 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.7.

8.8 If item 8.7 is less than 2 quarters, please provide answers to the following questions:

8.8.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answer:	Yes
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8.8.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

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8.8.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: Yes

- (1) The Company holds a spread of Australian Treasury Bonds worth \$4.8M and they can be liquidated anytime if necessary. Regular interest payments are received from the yield of the bonds.
- (2) Investments in ASX-listed shares currently at market value of \$3.1M which can be liquidated anytime if necessary.
- (3) Potential cash receipt of \$2.25M from sale of Yalgoo Iron Project held in a trust account awaiting FIRB approval.

Note: where item 8.7 is less than 2 quarters, all of questions 8.8.1, 8.8.2 and 8.8.3 above must be answered.

#### **Compliance statement**

- 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.

Date:	29/01/2021
Authorised by:	By the Board

#### Notes

- This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
- If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, AASB 6: Exploration for and Evaluation of Mineral Resources and AASB 107: Statement of Cash Flows apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
- 3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
- 4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
- 5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

## **Appendix-1**

## **JORC Code, 2012 Edition – Table 1**

## **Youanmi Gold and Base Metals Projects**

#### **Section 1 Sampling Techniques and Data**

Criteria	Commentary
Sampling techniques	<ul> <li>One RC hole, YSRC040, for 160m was drilled at the Hope (aka Youanmi North, aka Pete's Patch) gold prospect on E57/985, part of the VMC-RXL Youanmi JV.</li> </ul>
	<ul> <li>Three RC holes for 514m (VMC09, VMC14 and VMC16) were drilled at the Inky base metals prospect on E57/986 and extensions by diamond tail are planned.</li> </ul>
	<ul> <li>Composite samples were collected for 4-meter intervals by combining sub-samples (c. 400g) taken from a representative split (c. 3kg) that was taken for every meter drilled using a cone splitter. The individual one-meter samples, bagged and labelled, are temporarily stored on site.</li> </ul>
Drilling techniques	RC holes drilled to 6m depth with a 5.5-inch hammer to fit a PVC collar; the remainder of the hole drilled with a 5-inch hammer.
	<ul> <li>RC holes were drilled at an angle of -60° and set up using a Suunto compass. Downhole surveys were done for all RC holes using a Gyro instrument.</li> </ul>
Drill sample recovery	No recovery issues reported in the drilling reports.
Logging	A qualified VMC geologist logged all holes in full and supervised the sampling.
	Small sub-samples were washed and stored in chip trays for reference.
	The magnetic susceptibility (per meter) was recorded for all holes using a handheld instrument.
Sub-sampling techniques and sample	<ul> <li>Sampling was by reverse circulation (RC) with samples collected for every meter through a cyclone and cone splitter, then placed in a labelled calico bag. Four-meter composite samples (approx. 1.5kg) were collected using a sampling spear.</li> </ul>
preparation	<ul> <li>Samples were dried and milled to nominal minus 75 µm at a Perth laboratory.</li> </ul>
	<ul> <li>All composite samples were analysed for gold and a suite of pathfinder elements at Jinnings Laboratories, Perth, using an Aqua Regia digest on a 25g aliquot and ICP-MS/OES finish.</li> </ul>
Quality of assay data	Quality control procedures include the insertion of laboratory in-house controls, blanks, splits and replicates.
and laboratory tests	All QC results are satisfactory.
Verification of sampling and assaying	No independent verification of sampling and assaying has been carried out to date.

Criteria	Commentary
Location of data points	<ul> <li>RC drill hole locations (collar) were located using a handheld GPS with an accuracy of +/-3m. Grid systems used were geodetic datum: GDA94, Projection: MGA, Zone 50. Distances between holes along traverses were measured by tape. All collars to be surveyed by DGPS for an accuracy of +/-10cm before site rehabilitation.</li> </ul>
Data spacing and distribution	<ul> <li>At Hope Prospect, hole YSRC040 is located 20m west of previous hole YSRC026 along an east-west traverse 40m north of recent RC traverse.</li> </ul>
	<ul> <li>At Inky Prospect, holes VMC09 and VMC14 are along traverses approx. 40-70m apart with holes spaced approx. 30-60m.</li> <li>Hole VMC16 (Inky South) is a single hole on a traverse approx. 25-50m from neighboring holes.</li> </ul>
Orientation of data in	All RC holes are inclined at -60°; for YSRC040 azimuth is 270°, for holes VMC09, VMC14 and VMC16 azimuth is 60°
relation to geological structure	The drilling is approximately perpendicular to the strike of the interpreted gold and base metals mineralized zones but due to variable dips and strikes, reported intervals are not necessarily representative of true widths.
Sample security	All drill samples were transported directly to the Perth laboratories by VMC staff or contractors.
Audits or reviews	No audits or reviews have been carried out to date.

## **Section 2 Reporting of Exploration Results**

(Criteria listed in the preceding section also apply to this section.)

Criteria	Commentary		
Mineral tenement and land tenure status	<ul> <li>E57/985 is held by Venus Metals Ltd and is part of the Youanmi Joint Venture (VMC 45% and RXL 45% (gold rights only), and Prospector 10% (free carried).</li> </ul>		
	<ul> <li>E57/986 is held by Venus Metals Ltd 90% and Prospector 10% (free carried) for base metals and PGE.</li> </ul>		
	<ul> <li>To the best of Venus' knowledge, there are no known impediments to operate on E57/985 and E57/986.</li> </ul>		
Exploration done by	Hope Gold Prospect:		
other parties	<ul> <li>Mines and Resources Australia (MRA) completed aeromagnetic surveys, soil and stream sediment sampling, and RAB drilling between 2003-2005. This work located the Pete's Patch gold anomaly along a sheared granite- greenstone contact immediately west of the Youanmi Shear Zone.</li> </ul>		
	<ul> <li>La Mancha (formerly MRA) carried out an auger drilling program in 2008 and extended the gold anomaly along the granite-greenstone contact to more than 2km.</li> </ul>		
	<ul> <li>In 2011, Empire Resources Ltd drilled 3 RC holes at Pete's Patch.</li> </ul>		
	Inky Base Metals Prospect:		
	<ul> <li>In 2010/2011 Youanmi Metals Pty Ltd and Sirius Resources NL completed geochemical/geophysical surveys (WAMEX Report A90683) that identified EM conductors and drill targets. An RC/DD drilling program by VMS Metals Pty Ltd (a subsidiary of Sirius Resources NL) on behalf of Youanmi Metals Pty Ltd, tested 3 TEM conductors (MNC01 to MNC03) and coincident soil geochemical anomalies in 2011/2012 (WAMEX Report A93820). A further RC/DD</li> </ul>		

Criteria	Commentary	
	program by the same company between 2012-2013 intersected a 6m zone of Ni-Cu-Ag mineralization associated with a hydrothermal quartz vein in hole SYMD0006 (WAMEX Report A98170). Further RC/DD drilling tested the MNC01 conductor, referred to as Inky Prospect (WAMEX Report A102426), before surrender of the tenements in 2014.	
Geology	<ul> <li>Hope Prospect is located along the Youanmi Shear Zone and north of the Youanmi Mine. Gold mineralization appears to be associated with quartz veining in granite and mafic rocks along the western sheared granite-greenstone contact and along northwest-trending structures based on the interpretation of a ground magnetic survey. The gold mineralization appears to be dominantly granite-hosted and is trending north into granite terrain.</li> </ul>	
	<ul> <li>Inky Prospect is located 5-6km along strike to the southeast of the Manindi Zn deposit at the southwest margin of the Youanmi Igneous Complex. It is situated along the Manindi volcanogenic massive sulphide trend that comprises a c. 13km long, southeast trending felsic volcanic package of felsic schist, meta-sediment and intermediate-mafic rocks.</li> </ul>	
Drill hole Information	Drill collar coordinates are shown in the body of the announcement.	
Data aggregation	YSRC040: all assay results for Au in composite samples are less than 0.5g/t.	
methods	<ul> <li>All composite samples for holes VMC09, VMC14 and VMC16 at the Inky prospect are less than 0.1% Cu.</li> </ul>	
	No upper cut-off has been applied.	
Relationship between mineralisation widths and intercept lengths	<ul> <li>Downhole lengths and intervals at all prospects may not represent true widths due to variable strike direction and dip of the mineralization. Based on the limited RC drilling to date, the geometry, extent, and tenor of the mineralization are not fully determined yet.</li> </ul>	
Diagrams	<ul> <li>No plans attached to this release as all holes incomplete at this stage; collar coordinates are shown in the body of the announcement.</li> </ul>	
Balanced reporting	Hope prospect: all composite samples returned less than 0.5g/t Au.	
	Inky prospect: all composite samples returned less than 0.1% Cu.	
Other substantive exploration data	<ul> <li>To the best of our knowledge, there is no other substantive exploration data. For previous announcements by VMC, refer to ASX releases dated 15 April 2015 and 15 July 2015.</li> </ul>	
Further work	<ul> <li>At the Hope prospect further drilling is planned to explore along-strike and depth extensions of the gold-mineralization; deepening of YSRC040 is planned to intersect projected mineralization.</li> </ul>	
	<ul> <li>At the Inky prospect, diamond drilling is planned to extend existing RC holes. Further RC/DD and downhole EM surveys are also planned.</li> </ul>	

Details of Mining tenements at Quarter ended 31 December 2020				
	<b>In 1 11 11 11 11 11 11</b>	(ASX Listing Rule 5.3.3)		
Tenement ID	Project Location in WA	% of Interest at the beginning of quarter	% of Interest at the end of quarter	
R59/1	Yalgoo	50% interest in Iron and 100% interest in other minerals	50% interest in Iron and 100% interest in other minerals	
E59/1508-I	Yalgoo	50% interest in Iron and 100% interest in other minerals	50% interest in Iron and 100% interest in other minerals	
E59/2187	Yalgoo	50% interest in Iron and 100% interest in other minerals	50% interest in Iron and 100% interest in other minerals	
E57/986	Youanmi	90%	90%	
E57/985	Youanmi	90%	90%	
P57/1365	Youanmi	90%	90%	
P57/1366	Youanmi	90%	90%	
E57/1011-I	Currans Well	90%	90%	
E57/983	Youanmi	100%	100%	
E57/982	Youanmi	100%	100%	
E57/1023-I	Youanmi	100%	100%	
E57/1078	Youanmi South	100%	100%	
E57/1018	Pincher Well	100%	100%	
E57/1019-I	Pincher Well	100%	100%	
E57/981	Bellchambers/Sandstone	100%	100%	
E57/984	Bellchambers/Sandstone	90%	90%	
E52/3068	DeGrussa North	100%	20%	
E52/3486	DeGrussa North	100%	20%	
E52/3069	Curara Well	20%	20%	
E52/3488	Curara Well	20%	20%	
E52/3489	Curara Well	20%	20%	
E52/3487	Jenkin Well	20%	20%	
E 52/3320-I	Orient Well (Curara East)	20%	20%	
E57/1103	Youanmi East	100%	100%	
E57/1128	PennyWest East	100%	100%	
M57/641	Currans Find JV	45%	45%	
M57/642	Pinchers JV	45%	45%	
M57/164	Youanmi ML	50%	30%	
M57/165	Youanmi ML	50%	30%	
M57/166	Youanmi ML	50%	30%	
M57/167	Youanmi ML	50%	30%	
M57/51	Youanmi ML	50%	30%	
M57/109	Youanmi ML	50%	30%	
M57/75	Youanmi ML	50%	30%	
M57/97	Youanmi ML	50%	30%	
M57/10	Youanmi ML	50%	30%	
M57/135	Youanmi ML	50%	30%	
M57/160A	Youanmi ML	50%	30%	
E09/2362	Nardoo Hill West	100%	100%	
E57/1129	Youanmi East	100%	100%	
E70/5315	Bridgetown East	100%	100%	
E70/5316	Bridgetown East	100%	100%	
58/561	Narndee	0%	100%	