



VENUS METALS
CORPORATION LIMITED

1 June 2018

Dear Shareholder,

INVITATION TO PARTICIPATE IN SHARE PURCHASE PLAN

Venus Metals Corporation Limited (**VMC**) is pleased to offer you the opportunity to increase your investment in the Company through the approved Share Purchase Plan (**SPP**).

Proceeds raised through the SPP will principally be used for due diligence evaluation of the Youanmi Gold Mine, exploration activities throughout the Youanmi Gold project and for general working capital.

The Offer

The SPP is offered exclusively to all shareholders who are recorded on the Company's share register at 5pm (WST) on 25 May 2018 (**Record Date**).

It provides shareholders with an opportunity to buy a parcel of new shares in the Company with no brokerage or commission costs, irrespective of the size of their shareholding, up to a maximum value of \$15,000.

The issue price of each share under the SPP is \$0.12 which is at a discount to recent market trading in the company's securities.

The issue of shares under the SPP will be limited to 3,333,333 new fully paid ordinary shares to raise only up to an amount of A\$400,000.

The Company presently intends that any shortfall in the SPP not taken up by shareholders will be offered to directors and other professional and sophisticated investors as a further placement. There is no guarantee such offer will be made, or that such an offer will be taken up. Any such issue to directors will be subject to shareholder approval.

Participation in the SPP is optional and the right to participate is not transferable. The Offer opens on Friday 1 June 2018 and remains open for subscription until 5.00pm (WST) on 15 June 2018.

Full details on the SPP and how to participate are contained in the documents attached. To apply for a parcel of shares please read these documents carefully and follow the instructions on the enclosed personalised application form.

On behalf of your Board of Directors, I commend the Share Purchase Plan to you and thank you for your continuing support as a shareholder of Venus Metals Corporation which is much appreciated.

Yours sincerely,

Matthew Hogan
Managing Director