

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme VENUS METALS CORPORATION LIMITED

ACN/ARSN 123 250 582

1. Details of substantial holder (1)

Name Terence William Hogan and the persons named in section 4 below

ACN/ARSN (if applicable) As set out in section 4 below (if applicable)

There was a change in the interests of the substantial holder on

30/09/2016

The previous notice was given to the company on 02/07/2012

The previous notice was dated 02/07/2012

Note: Previous substantial holder notice was in the name of Traolach Investments Pty Limited ACN 106 289 338

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power
Ordinary shares	5,705,000	11.30%	9,858,502	14.16%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
30/09/2016	Traolach Investments Pty Limited ACN 106 289 338	Off market trade - purchase	Non-cash consideration of \$436,828.20	2,912,188 Ordinary Shares	4.18%
30/09/2016	Terence William Hogan	Off market trade - purchase	Non-cash consideration of \$180,572.10	1,203,814 Ordinary Shares	1.73%

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Terence William Hogan	Traolach Investments Pty Limited	Traolach Investments Pty Limited	Power to vote or dispose of securities (section 608(1)(b) and (c))	8,617,188 Ordinary Shares	8,617,188
Terence William Hogan	Terence William Hogan	Terence William Hogan	Registered holder of the securities (section 608(1)(a))	1,203,814 Ordinary Shares	1,203,814

Terence William Hogan	Rene Investments Pty Limited ACN 166 458 733 <Terry Hogan Retirement Account>	Rene Investments Pty Limited ACN 166 458 733 <Terry Hogan Retirement Account>	Power to vote or dispose of securities (section 608(1)(b) and (c))	37,500 Ordinary Shares	37,500
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5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in

relation to voting interests in the company or scheme are as follows:


Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Traoloch Investments Pty Limited ACN 106 289 338	PO Box 993 South Perth 6951
Terence William Hogan	PO Box 993 South Perth 6951
Rene Investments Pty Limited ACN 166 458 733 <Terry Hogan Retirement Account>	PO Box 993 South Perth 6951

Signature

print name	Terence William Hogan	capacity	Self and sole director Traolach Investments Pty Ltd
sign here		date	3 / 10 / 16

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.