



"Venus Metals Corporation holds a significant and wide-ranging portfolio of Australian gold, copper, base metals, lithium, titanium, vanadium, and REE exploration projects in Western Australia, in addition to owning various Royalties and being a substantial shareholder of ASX listed gold developer Rox Resources Limited."

VENUS METALS CORPORATION LIMITED

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Executive Director

Barry Fehlberg
Non-Executive Director

COMPANY SECRETARY

Patrick Tan

ASX ANNOUNCEMENT

27 September 2024



ASX CODE: VMC

Private Placement with Major Shareholder QGold Pty Ltd

Venus Metals Corporation Limited (**Company**) (ASX: VMC) is pleased to advise it has received an application from the Company's major shareholder, QGold Pty Ltd (ACN 149 659 950), an entity controlled by Christopher Wallin, for 6,400,000 fully paid ordinary shares in the Company (**New Shares**) at a price of \$0.065 (6.5c) per Share (**Placement**), to raise \$416,000. Funds raised will be used for additional working capital and exploration expenses. The Placement was arranged directly by the Company and, accordingly, attracted no broker fees.

The price of \$0.065 (6.5c) represents a premium to the last closing price of \$0.061 (6.1c) (26 September 2024).

The New Shares will be issued using the Company's existing placement capacity under ASX Listing Rule 7.1.

An Appendix 3B in relation to the New Shares follows by separate announcement. When issued, the New Shares will rank equally with existing fully paid ordinary shares in the Company then on issue. On issue of the New Shares under the Placement, it is expected that QGold Pty Ltd will increase its substantial shareholding of the Company to voting power of approximately 22.34% in reliance on section 611 item 9 of the *Corporations Act 2001* (Cth) (the "creep" exception).

Mr Wallin is a successful and experienced mining industry professional. He was previously the Queensland government's chief coal geologist before starting his company, QCoal, in 1989. Mr Wallin is currently the Chairman of the QCoal Foundation and the Managing Director of QCoal Group. The Company appreciates the continued support of Mr Wallin.

This ASX release was authorised by the Board of the Company.

******ENDS******

For further information please contact:

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