

4 November 2015

Dear Shareholder

**Venture Minerals Limited – pro-rata non-renounceable rights issue**

As announced on 27 October 2015, Venture Minerals Limited (ACN 119 678 385) (**Company**) is undertaking a non-renounceable entitlement issue of one (1) fully paid ordinary share in the capital of the Company (**Share**) for every ten (10) Shares on issue at the record date at an issue price of \$0.023 per Share (**Issue Price**) (**Rights Issue or Offer**). The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 30 October 2015.

The funds raised from the Offer are planned to be used in accordance with the table set out below:

Item	Proceeds of the Offer	Full Subscription (\$)	%
1	Exploration programs in Thailand <sup>1</sup>	\$632,840	95.8%
2	Expenses of the Offer	\$28,000	4.2%
	<b>Total</b>	<b>\$660,840</b>	<b>100.0%</b>

1. Exploration programs will include follow up geological mapping and soil sampling. Further exploration programs may include additional soil sampling, trenching programs, geophysical surveys and an initial drilling program dependent upon results and granting of additional exploration licences in Thailand.

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5:00 pm on 9 November 2015 (**Record Date**), whose registered address is in Australia or New Zealand (**Eligible Shareholders**).

Shares issued under the Offer (**New Shares**) will rank equally with all fully paid ordinary shares in the capital of the Company (**Shares**) already on issue.

Based on the capital structure of the Company as at the date of this Prospectus, a maximum of 28,732,017 New Shares will be issued pursuant to the Offer to raise up to \$660,840.

A copy of the Prospectus is available on ASX's and the Company's website. Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 12 November 2015. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Prospectus.

For the purposes of calculating each Eligible Shareholders' entitlement, fractions of entitlements have been rounded up to the nearest whole number of New Shares.

**Actions required of Eligible Shareholders**

There are a number of actions Eligible Shareholders may take:

- You may wish to accept all of your rights including any shortfall to subscribe for New Shares pursuant to the Prospectus (**Entitlement**). To take up all or some of your Entitlements including any shortfall you will need to ensure your application money for the Entitlements you wish to take up is received by Security Transfer Registrars Pty Ltd (**Share Registry**) by no later than 4:00 pm on 7 December 2015, by completing and returning your Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the amount indicated on the Entitlement and

Acceptance Form OR making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form.

- You may wish to accept part of your Entitlement. To take up part of your Entitlement you will need to ensure your application money for the Entitlements you wish to take up is received by the Share Registry by no later than 4:00 pm on 7 December 2015, by completing and returning your Entitlement and Acceptance Form by filling in the number of New Shares you wish to accept in the space provided on the Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the appropriate application monies OR making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form (at \$0.023 per New Share).
- You may do nothing. If you choose to do nothing with your Entitlements, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

### Key dates for the Offer

Event	Proposed Date
Lodgement of Prospectus with ASIC	30 October 2015
Lodgement of Prospectus & Appendix 3B with ASX	30 October 2015
Notice sent to Shareholders	4 November 2015
Ex-Date	5 November 2015
Record date for determining entitlements	9 November 2015
Prospectus despatched to Shareholders and Company announces despatch has been completed	12 November 2015
Closing Date <sup>1</sup>	7 December 2015
Securities quoted on a deferred settlement basis	8 December 2015
ASX notified of under subscriptions	10 December 2015
Issue of Securities	14 December 2015
Quotation of Securities under the Offer <sup>1</sup>	15 December 2015

<sup>1</sup>The Directors may extend the Closing Date by giving at least 6 Business Days notice to ASX prior to the Closing Date. As such the date the Shares are expected to commence trading on ASX may vary.

If you have any queries concerning the Rights Issue, or the action you are required to take to subscribe for New Shares, please contact your financial adviser or the Company Secretary, Brett Dunnachie, on +61 8 93814222.

Yours sincerely



**Hamish Halliday**  
Managing Director