



VENUS METALS
CORPORATION LIMITED

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**ARGYLE SMOKE CREEK ALLUVIAL DIAMOND PROJECT
PURCHASE OF DIAMOND PROCESSING PLANT
& APPOINTMENT OF DIAMOND SPECIALISTS
PROJECT PROGRAM 2011**

The Directors of Venus Metals Corporation are pleased to announce the purchase of a containerised, modular **diamond processing plant** for its alluvial diamond project located at Smoke Creek, downstream of the nearby Argyle Diamond Mine in the Kimberley region of Western Australia.

The Directors refer to Venus' announcement of 11th November 2010 regarding Smoke Creek - "**JORC INFERRED DIAMOND RESOURCE OF FIVE MILLION CARATS**". The Inferred Resource is estimated at 17.9Mt at an average grade of 28CPHT for 5,000,000 carats using a cut-off of 10CPHT.

The 1979 discovery of alluvial diamonds in Smoke Creek led to the discovery of the world-class Argyle diamond deposit. Prior to mining operations commencing at Argyle in 1985, Argyle Diamond Mines (ADM) mined parts of upper Smoke Creek. The Argyle mine was the largest diamond mine in the world, peaking at approximately 42.8m.carats in 1994. Argyle Diamonds operated an alluvial mine in upper Smoke Creek for many years, supplementing the hard rock production with the alluvial product which had a better quality distribution.

The Venus Smoke Creek Alluvial Diamond Project contains the same diamondiferous gravels to those already mined by Argyle at upper Smoke Creek.

Venus' Argyle Smoke Creek Alluvial Diamond Deposit potentially provides a new source of genuine, Kimberley Process compliant, issue-free Australian diamonds including the rare pinks.

The **processing plant** comprises 3 modules incorporating a Scrubbing & Screening module, a 10 tonne-per-hour Dense Medium Separation (DMS) module and a dual-X-Ray diamond recovery module. The plant, constructed in South Africa in 2008 for an alluvial diamond project which did not proceed, has been in storage since then.

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The plant is currently in transit from South Africa and is scheduled to arrive in Fremantle early-June 2011. The plant will then be relocated to the Smoke Creek camp in mid-June.

The bulk sampling program is on schedule to commence at the end of June 2011.

Venus Metals management continues to have direct personal involvement in all projects including the Smoke Creek diamond project but it is relevant to note the engagement of the following specialists:



Wolf Marx – Consultant Diamond Geologist - over 30yrs experience as a prominent diamond geologist in exploration & mining. He was involved in the discovery & evaluation of Bow River diamond deposit in WA Kimberley region. Wolf has held many senior management positions in his long career including DeBeers, Freeport and Tawana Resources.



Grant Boxer – Consultant Diamond Geologist – over 30yrs experience in exploration and mining geology in Australia, Brazil, China, Ireland and Africa. Rio Tinto Exploration 1978 to 1997 incl. 10yrs on development of Argyle and Ellendale mines and Argyle alluvials.



Dr Tony Mason – over 30yrs experience in designing and commissioning diamond concentration and recovery plants in Africa, Asia, Australia and North & South America. Dr Mason is the principal consultant of Minerals Processors (WA).

Photos of Venus Smoke Creek Diamond Processing Plant



Venus Containerised Plant (above)
Plant in foreground comprises hopper/feeder (blue/orange structure on frame) feeding the scrubbing/screening plant – white container 1



Venus Containerised Plant (above)
Compact internal layout of Dense Medium Separation plant in container 2.



Venus Containerised Plant (above)
DMS Magnetic Separator – container 2



Venus Containerised Plant (above)
Dense Medium Separation Cyclone – container 2

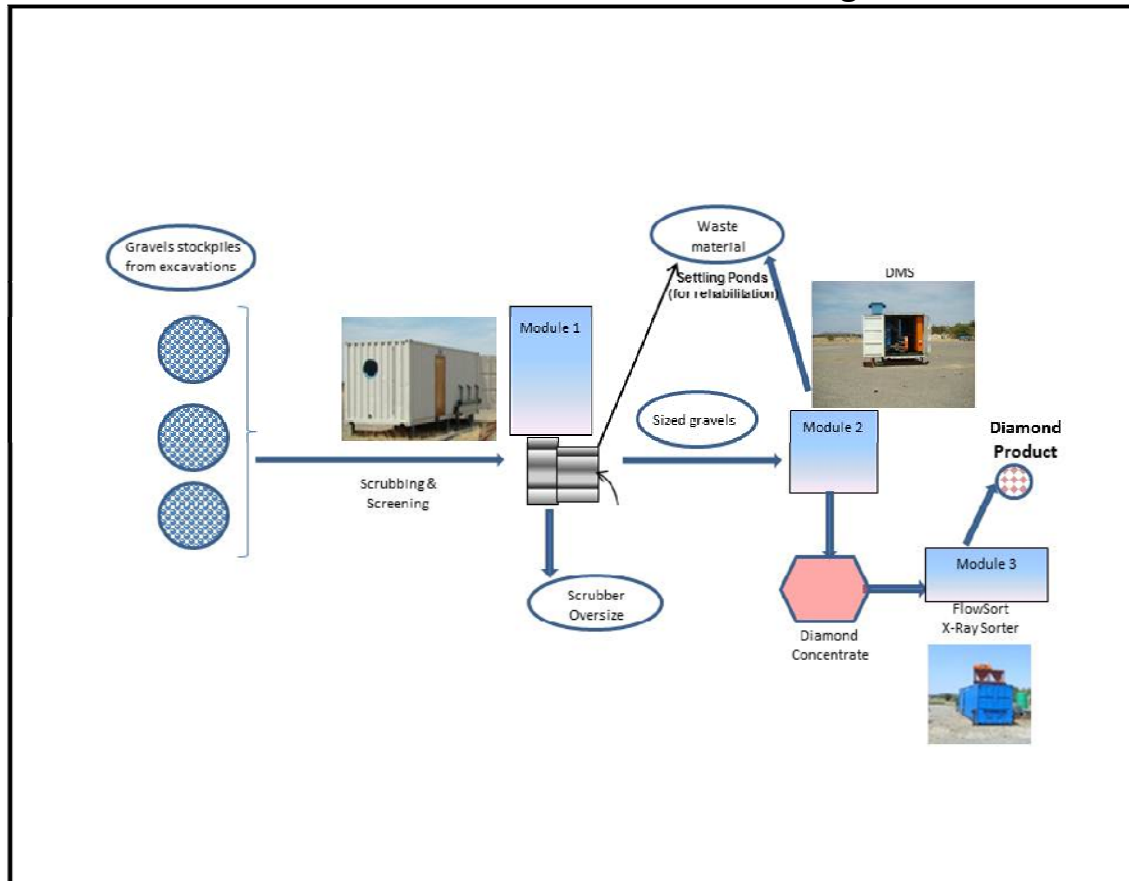


Venus Containerised Plant (at left)
Two FlowSort X-Ray Diamond Sorters; one to identify larger diamonds, the other for smaller stones. Airconditioned and secure in container 3



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Venus Smoke Creek Diamond Plant – Process Flow Diagram



Venus geologists have selected over 40 primary target pits for excavation during the 2011 dry-season in the Kimberley region. The gravels excavated will be hauled to a set-down area before being presented to the process plant. Each module in the plant produces potentially diamond-bearing material or waste material not containing diamond.

Module 1 cleans the gravels and separates the very large or very small sizes not required. Material in the required size range is passed to Module 2 for further processing. Waste material is returned to the pits.

Module 2 is the DMS which utilises a proven heavy medium process to achieve controlled densimetric separation based on the differing densities of diamond and its accompanying gravels. Again, material selected in this process is passed to Module 3 for further processing. Waste is pumped to a drying pond pending return to the pits.

Module 3 contains two X-Ray sorters developed and produced in South Africa by Flow Sort Pty Ltd. Their operation is based on the X-ray induced luminescence of diamonds which enables the machine to separate diamond from non-diamond rapidly. Module 3 operates within a high-security locked container.

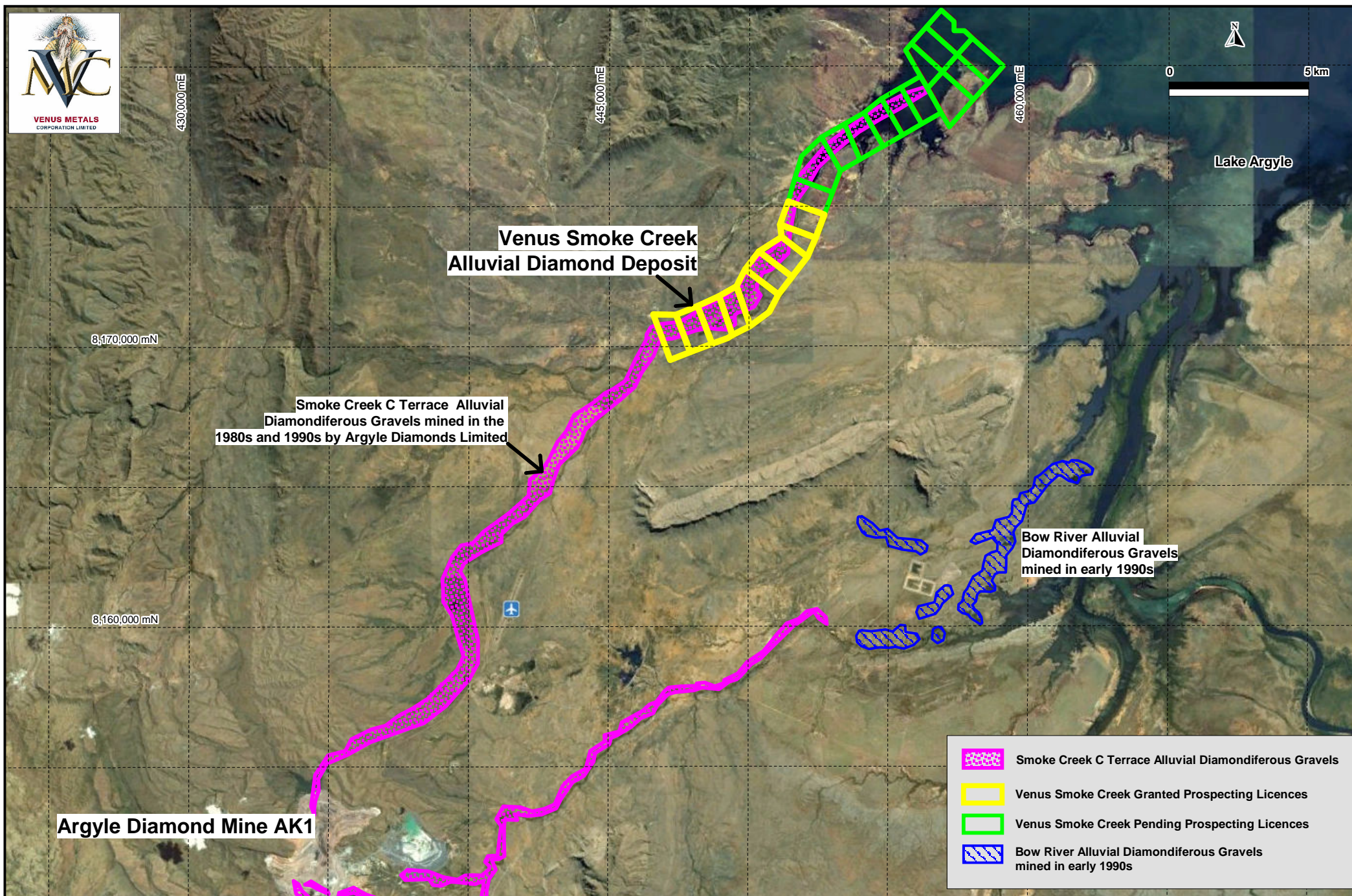


Figure 1. Venus Smoke Creek Alluvial Diamond Project Location Plan



Competent Persons Declaration:

The information in this report that relates to Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by

Mr Widenbar, who is a Member of the Australasian Institute of Mining and Metallurgy, is a full time employee of Widenbar and Associates and produced the Mineral Resource Estimate based on data and geological information supplied by Venus. Mr Widenbar 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 2004 edition of the Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves. Mr Widenbar consents to the inclusion in this report of the matters based on his information in the form and context that the information appears.

Mr Barry Fehlberg, who is a Member of the Australasian Institute of Mining and Metallurgy and is a Senior Expert Exploration Advisor of the Company, Mr Fehlberg 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 Person as defined in the 2004 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Fehlberg consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.