



3 August 2017

Elizabeth Harris  
Principal Adviser,  
ASX Listings Compliance (Perth)  
Level 40, Central Park, 152-158 St Georges Terrace,  
Perth, WA 6000

Dear Ms Harris,

**Venus Metals Corporation Limited (“VMC”): Price Query**

We refer to your letter dated 3 August 2017

Venus Metals responds to each of the questions contained in your letter as follows:

1. Is VMC aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities?

**No**

2. If the answer to question 1 is “yes”:

**Not Applicable**

3. If the answer to question 1 is “no”, is there any other explanation that VMC may have for the recent trading in its securities?

**The Company recently released its Quarterly Report for the period ending 30<sup>th</sup> June 2017, information regarding the Company’s Pincher Well (Youanmi) Zinc-Copper Project was announced.**

4. Please confirm that VMC is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.

**The Company confirms that it is in compliance with Listing Rules and in particular Listing Rule 3.1.**



**VENUS METALS**  
CORPORATION LIMITED

5. Please confirm that VMC's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of VMC with delegated authority from the board to respond to ASX on disclosure matters.

**Yes.**

Yours Sincerely,  
Venus Metals Corporation Limited

Kumar Arunachalam  
Chief Executive Officer



3 August 2017

Mr Matthew Hogan  
Company secretary  
Venus Metals Corporation Limited  
28 The Esplanade  
Perth WA 6000

*By Email: MHogan@venusmetals.com.au*

Dear Mr Hogan

**Venus Metals Corporation Limited (“VMC”): Price Query**

We note a change in the price of VMC’s securities from a closing price of \$0.09 on Thursday 20 July 2017 to an intra-day price today of \$0.14.

We also note an increase in the trading volume of VMC’s securities today to a level that is significantly above the average trading volume on days when VMC’s securities are traded.

In light of this, ASX asks VMC to respond separately to each of the following questions and requests for information:

1. Is VMC aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities?
2. If the answer to question 1 is “yes”:
  - a) Is VMC relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1?

Please note that the recent trading in VMC’s securities would suggest to ASX that such information may have ceased to be confidential and therefore VMC may no longer be able to rely on Listing Rule 3.1A. Accordingly, if the answer to this question is “yes”, you need to contact us immediately to discuss the situation.
  - b) Can an announcement be made immediately?

Please note, if the answer to this question is “no”, you need to contact us immediately to discuss requesting a trading halt (see below).
  - c) If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?
3. If the answer to question 1 is “no”, is there any other explanation that VMC may have for the recent trading in its securities?
4. Please confirm that VMC is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.

5. Please confirm that VMC's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of VMC with delegated authority from the board to respond to ASX on disclosure matters.

### **When and where to send your response**

This request is made under, and in accordance with, Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by not later than **12:30 pm AWST** today **Thursday 3 August 2017**. If we do not have your response by then, ASX will have no choice but to consider suspending trading in VMC's securities under Listing Rule 17.3.

You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, VMC's obligation is to disclose the information "immediately". This may require the information to be disclosed before the deadline set out in the previous paragraph.

ASX reserves the right to release a copy of this letter and your response on the ASX Market Announcements Platform under Listing Rule 18.7A. Accordingly, your response should be in a form suitable for release to the market.

Your response should be sent to me at [Elizabeth.Harris@ASX.com.au](mailto:Elizabeth.Harris@ASX.com.au) copying in [TradingHaltsPerth@asx.com.au](mailto:TradingHaltsPerth@asx.com.au). It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

### **Listing Rules 3.1 and 3.1A**

Listing Rule 3.1 requires a listed entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities. Exceptions to this requirement are set out in Listing Rule 3.1A.

In responding to this letter, you should have regard to VMC's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*.

It should be noted that VMC's obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

### **Trading halt**

If you are unable to respond to this letter by the time specified above, or if the answer to question 1 is "yes" and an announcement cannot be made immediately, you should discuss with us whether it is appropriate to request a trading halt in VMC's securities under Listing Rule 17.1.

If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.



We may require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted.

You can find further information about trading halts in Guidance Note 16 *Trading Halts & Voluntary Suspensions*.

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

*[Sent electronically without signature]*

Elizabeth Harris

**Principal Adviser, Listings Compliance (Perth)**