



ASX Release: 23 January 2019

ASX Code: VMC

COMPLETION OF PLACEMENT - CLEANSING NOTICE

Further to the announcement of 16 January 2019, Venus Metals Corporation Limited (ASX:VMC) (**Venus** or **Company**) is pleased to advise that it has completed the private placement of 3,333,332 fully paid ordinary shares (**Shares**) to professional and sophisticated investors at an issue price of \$0.15 per share, to raise approximately \$500,000 (**Placement**) before costs. Funds raised under the Placement will be used for exploration at the DeGrussa North Copper Project, Bell Chambers Gold Project and general working capital purposes.

Venus issued 3,333,332 Shares under the Company's 15% placement capacity pursuant to ASX Listing Rule 7.1. Accordingly, the Placement has been made without shareholder approval.

The Shares issued under the Placement are fully paid ordinary shares in Venus ranking equally with existing shares.

SECONDARY TRADING EXEMPTION

The Corporations Act 2001 (Cth) (**Act**) restricts the on-sale of securities issued without disclosure, subject to certain exemptions. By the Company giving this notice, sale of the Shares noted above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

- (a) the Company issued the Shares without disclosure to investors under Part 6D.2 of the Act;
- (b) as at the date of this notice the Company has complied with the provisions of Chapter 2M of the Act as it applies to the Company;
- (c) as at the date of this notice the Company has complied with section 674 of the Act; and
- (d) as at the date of this notice there is no information:
 - (i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (ii) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (A) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - (B) the rights and liabilities attaching to the Shares.

An Appendix 3B follows.

Yours faithfully

Patrick Tan
Company Secretary
Venus Metals Corporation Limited