



ELPHINSTONE HOLDINGS PTY LTD

ABN 44 009 608 106

22 December 2015

Company Announcements Office
ASX Limited
20 Bridge Street
Sydney NSW 2000
By facsimile: 1300 135 638 (5 pages)

Copy to: The Company Secretary, Venture Minerals Limited
288 Churchill Avenue SUBIACO WA 6008
By facsimile: (08) 9381 4211

Dear Sirs

Re: ASIC Form 604 (Notice of Change of interests of Substantial Holder) – Venture Minerals Limited

Please find attached ASIC Form 604 (Notice of Change of interests Substantial Holder) given by Elphinstone Holdings Pty Ltd and another in relation to their relevant interests in the securities of Venture Minerals Limited.

Yours faithfully
Elphinstone Holdings Pty Ltd

Vince De Santis
DIRECTOR

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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To: Company Name/Scheme Venture Minerals LimitedACN/ARSN 119 678 385**1. Details of substantial holder(1)**Name Elphinstone Group - Please refer to Annexure "A" Part 1

ACN/ARSN (if applicable)

There was a change in the interests of the
substantial holder on 18/12/2015The previous notice was given to the company on 26/09/2012The previous notice was dated 26/09/2012**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary	19,877,742	7.21%	26,459,532	8.37%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Please refer to Annexure "A" Part 2					

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (5)	Class and number of securities	Person's votes
Please refer to Annexure "A" Part 3					

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addressee

The addressee of persons named in this form are as follows:

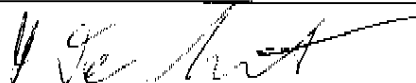
Name	Address
Please refer to Annexure "A" Part 4	

Signature

print name **Vincent De Santis**

capacity **Director**

sign here



date **22 / 12 / 2015**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies)

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

“A”

This is Annexure “A” of 2 pages referred to in ASIC Form 604 (Notice of change of interests of substantial holder).

Signed: 

Name: Vince De Santis

Date: 22 December, 2015

Part 1**1. Details of Substantial Holder****Elphinstone Group – Relevant Interest in Venture Minerals Limited**

Group Member

ACN

Elphinstone Holdings Pty Ltd
Dale Brendon Elphinstone

009 508 105
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Part 2**3. Changes in relevant interests**

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
14/12/15	Elphinstone Holdings Pty Ltd, Dale Brendon Elphinstone	Acquisition via rights issue	\$45,719.83	1,987,775 ordinary shares	1,987,775
14/12/15	Elphinstone Holdings Pty Ltd, Dale Brendon Elphinstone	Acquisition via rights issue - Shortfall	\$5,865.00	255,000 ordinary shares	255,000
18/12/15	Elphinstone Holdings Pty Ltd, Dale Brendon Elphinstone	Acquisition via rights issue - Shortfall	\$99,797.35	4,339,015 ordinary shares	4,339,015

Part 3**4. Present relevant interests**

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest	Class and number of securities	Person's votes
Elphinstone Holdings Pty Ltd	Elphinstone Holdings Pty Ltd	Elphinstone Holdings Pty Ltd	Registered holder of securities	26,459,532 ordinary shares	26,459,532
Dale Brendon Elphinstone	Elphinstone Holdings Pty Ltd	Elphinstone Holdings Pty Ltd	“Control” of Elphinstone Holdings Pty Ltd as defined in section 608(4)	26,459,532 ordinary shares	26,459,532

Part 4**6. Addresses**

Name	Address
Elphinstone Holdings Pty Ltd	141-143 Wilson St, Burnie, Tas, 7320
Dale Brendon Elphinstone	c/- 141-143 Wilson St, Burnie, Tas, 7320

Ref: N:\Group\Investments\Venture\ASIC Form 604 - Venture Minerals Limited - Annexure A, (22.12.15) doc
VDS/rajw