25 November 2015

Dear Shareholder

VENTUREX RESOURCES LIMITED – PRO-RATA NON-RENOUNCEABLE RIGHTS ISSUE

As announced on 24 November 2015 Venturex Resources Limited (**Venturex**) is undertaking a 2:15 pro rata non-renounceable rights issue (**Rights Issue** or **Offer**) of approximately 206,382,557 fully paid ordinary shares (**New Share**) to raise approximately $1,031,912. The price of New Shares under the Offer is 0.5 cents per share (**Issue Price**). The Company released an offer document for the Offer (**Offer Document**) to ASX on 24 November 2015.

The Offer is partially underwritten by one of the Company's Directors, Mr John Nitschke. Mr Nitschke has agreed to underwrite up to the first 20,000,000 Shares of any shortfall of the Offer. Mr Nitschke will not receive any fee for fulfilling this underwriting commitment.

The Company intends to apply the funds raised under the Offer as follows:

Items of Expenditure	**$**	**%**
Resource extension and exploration on the Whim Creek Project	$760,000	74%
Re-permitting the Sulphur Springs mine.	$150,000	15%
Additional Working capital	$91,912	8%
Expenses of the Offer	$30,000	3%
Total	**$1,031,912**	**100%**

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5:00pm (WST) on 30 November 2015, whose registered address is in Australia, New Zealand, Hong Kong or China.

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

Following completion of the Offer, the Company will have issued approximately 206,382,557 New Shares resulting in total Shares on issue of approximately 1,754,251,738.

A copy of the Offer Document is available on ASX's and Venturex's website. Eligible Shareholders will be mailed an Offer Document together with an Entitlement and Acceptance Form no later than 3 December 2015. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Offer Document.

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 to subscribe for New Shares pursuant to the Offer Document (**Entitlement**). To take up all or some of your Entitlements you will need to ensure your application money for the Entitlements you wish to take up is received by Advanced Share Registry (**Share Registry**) by no later than 5:00pm on 14 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 your Entitlement and apply for Shares that may be available as shortfall to the Offer (**Additional Shares**). To take your Entitlement and apply for Additional Shares you will need to ensure your application money is received by the Share Registry by no later than 5:00pm on 14 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 (at 0.5 cents per New Share).
- 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 5:00pm (WST) on 14 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 0.5 cents 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
Company Announces Rights Issue	24 November 2015
Lodgement of Offer Document, Appendix 3B and s708AA Cleansing Notice with ASX (Prior to the commencement of trading)	24 November 2015
Notice sent to security holders	25 November 2015
Existing shares quoted on an 'ex' basis	26 November 2015
Record date	30 November 2015
Offer Document sent out to Eligible Shareholders & Company announces this has been completed & Offer Opening Date	3 December 2015
Closing Date	14 December 2015
Shares quoted on a deferred settlement basis.	15 December 2015
Notification of under-subscriptions to ASX (if any)	18 December 2015
Shares Issued Holding statements despatched	21 December 2015

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 Mr Trevor Hart, Venturex's Company Secretary, on +61 8 6389 7400 or email: admin@venturexresources.com .

Yours sincerely

TREVOR HART
Company Secretary